April 14, 2014

Office of New Jersey Governor Christopher J. Christie  
New Jersey State Capitol  
125 West State Street  
Trenton, NJ 08608

TO THE OFFICE OF THE GOVERNOR:

In connection with our investigation on behalf of the Office of the Governor of allegations concerning (i) the George Washington Bridge toll lane realignment at Fort Lee and (ii) Hoboken’s Sandy aid allocations, I now forward additional source material underlying the findings in our Report, dated March 26, 2014. Specifically, I now forward 75 internal memoranda summarizing the witness interviews we conducted as part of our investigation of the two issues we were tasked to investigate.

Our mandate from the Governor’s Office was to facilitate cooperation with other ongoing investigations and to conduct a thorough investigation of these allegations. Consistent with that mandate, and at your direction, we have produced these same 75 memoranda to the U.S. Attorney’s Office, are also producing them to the New Jersey Legislative Select Committee on Investigation, and are making them available to the public at the following link as well: www.GDCReport.com.

Respectfully,

Randy M. Mastro
List of Witnesses Interviewed

1. Ashmore, Jeanne
2. Bonafons, Stacy
3. Brody, Terrence
4. Brown, Michele
5. Cantor, Raymond
6. Chebra, Eugene
7. Christie, Christopher
8. Coles, Linda
9. Comella, Maria
10. Constable, Richard
11. Cradic, Amy
12. Crifo, Nicole
13. Cunningham, Timothy
14. Daleo, Eric
15. DiMaggio, Luciana
16. Doherty, Matthew
17. Drewniak, Michael
18. DuHaime, Michael
19. Egea, Regina
20. Ferzan, Marc
21. Forrest, June
22. Gilroy, Jim
23. Gortning, Lou
24. Gornitz, Vivien
25. Gramiccioni, Deborah
26. Guadagno, Kimberly
27. Gutkin, Steve
28. Hasenbalg, Wayne
29. Iannacone, Rosemary
30. Klewin, Matt
31. Kobylowski, Kenneth
32. Larkin, Judy
33. LaRossa, Ralph
34. Macchia, Paul
35. Marchetta, Anthony
36. Martin, Robert
37. Mason, Bradford
38. Matey, Paul
39. McDermott, Matthew
40. McKenna, Charles
41. Mekles, Vincent
42. Moore, Lauren
43. Morris, David
44. Mottley, Jeffrey
45. Mowers, Matt
46. Moyle, John
47. Murray, Patrick
48. Napolitano, Vinny
49. Neff, Thomas
50. O’Dowd, Kevin
51. O’Dowd, Mary
52. Orsen, Melissa
53. Paul, Joyce
54. Putnam, Michele
55. Rebisz, Richard
56. Reed, Colin
57. Reiner, David
58. Renna, Christina
59. Ridley, Evan
60. Rosenblatt, David
61. Ruggles, Meredith
62. Ryan, Lisa
63. Scangarella, Catherine
64. Schwarz, Rebecca
65. Sheridan, Peter
66. Siekerka, Michele
67. Simon, Peter
68. Simpson, Jim
69. Sundstrom, Kerstin
70. Szymelewicz, Anthony
71. Tintle, Kieran
72. Velez, Jennifer
73. Viavattine, Samuel
74. Welcher, Arif
75. Zimmer, David
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File

From: Gibson, Dunn & Crutcher LLP

Re: Ashmore Interview Memorandum

On January 30, 2014, Jeanne Ashmore was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. Ashmore was not represented by counsel during the interview. All information contained herein was provided by Ashmore or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Ashmore has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Ashmore refrain from discussing the investigation and interview with others. Ashmore stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Ashmore has a Bachelor’s degree from the Catholic University of America.]

Ashmore joined the Governor’s Office on the first day of the Christie Administration in 2009 as Director of Constituent Relations in the Office of Constituent Relations (“OCR”). Prior to joining the Governor’s Office, Ashmore worked for Congressman Leonard Lance.

Ashmore formerly served in the Governor’s Office of Constituent Relations under New Jersey Governor Thomas Kean and also spent 15 years working in the New Jersey State Legislature.
A. Role & Responsibilities

Ashmore serves as Director of Constituent Relations within the OCR. In this role, Ashmore oversees daily incoming email and telephone correspondence from constituents. Ashmore manages a team of 19 full-time OCR staff in addition to interns.

For the last year, Ashmore reported to the Director of Operations, Rosemary Iannacone. Ashmore previously reported to Bill Stepien when Stepien was Deputy Chief of Staff of the Office of Legislative and Intergovernmental Affairs (“IGA”). Ashmore started reporting to Iannacone a few months before Stepien left to work for the Governor’s re-election campaign. Ashmore said that she was not informed why the reporting structure changed prior to Stepien’s departure.

Ashmore explained that given the variety of issues OCR is responsible for overseeing, OCR staff routinely interacts with everyone in the Governor’s Office.

As part of OCR’s routine reporting function, OCR also prepares a daily reading file for the Governor. The daily reading file is not prepared if the Governor is not in the office.

Ashmore said that OCR also compiles a list of the “top incoming issues,” broken down by the number of written and phone inquiries received on an issue. Ashmore said that this list is circulated to the Governor’s Office, including Iannacone, who provides the list to the Governor. Ashmore said that the George Washington Bridge lane realignment issue did not make the “top incoming issues” list the week of September 9, and thus the Governor would not have been made aware of the lane realignment from the “top incoming issues” list.

B. Interactions with IGA

Ashmore stated that, in practice, OCR interacts with IGA on a limited basis, though there are times when OCR reaches out to mayors on specific issues. However, Ashmore added that the normal practice is for OCR to request that IGA reach out to a mayor on particular issues. Ashmore remarked that in contrast to IGA, OCR is considered the “reactive” part of the Governor’s Office.

When both Ashmore and Kelly reported to Stepien, Ashmore worked alongside former IGA Deputy Chief of Staff Bridget Kelly on overlapping issues. Ashmore did not have a social relationship with Kelly. Ashmore recalled having lunch with Kelly once when

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1 Ashmore stated that the Office of Community Relations has received close to 700,000 constituent emails to the Governor and upwards of 200,000 phone calls since Governor Christie took office in 2009. OCR tracks incoming emails and calls through the IQ system.
Kelly first joined the Governor’s Office, but Ashmore did not spend time with Kelly outside of work. Ashmore did not have a social relationship with Stepien.

Prior to taking over Kelly’s role in IGA, Ashmore was aware that IGA considered certain towns to be “friendlier” than others, but she did not have any concrete knowledge of whether IGA targeted specific towns for endorsements. Ashmore was also aware that IGA staff used documents through online, non-State, systems, such as Google Docs, including to log easily RSVPs for constituents invited to town halls because there was not a parallel mechanism to log the RSVPs through the State system. Ashmore added that in practice, someone from OCR generally attended town hall events.

When Ashmore assumed temporary oversight of IGA, Ashmore was informed that personal email was used within IGA, but added that she did not have first-hand knowledge of how many or whom within IGA staff use their personal emails. Ashmore did not engage the IGA team in a discussion about why personal email was used, but her understanding was that IGA staff used personal email to make contact with local entities and keep up with the needs of those communities. Moving forward, Ashmore instructed IGA staff to use state-provided email addresses to communicate about official IGA business. Ashmore stated that she is using her judgment to establish OCR protocols within IGA, which includes the use of state email addresses.

Ashmore stated that when IGA Director Christina Renna resigned from IGA, Renna told Ashmore that there was a box of Kelly’s personal effects in Renna’s office. Ashmore communicated this to Slocum. [Christina Renna resigned from IGA on Friday, January 31, 2014.]

1. Temporary Oversight of IGA

Upon Kelly’s departure from IGA, Ashmore was asked by Director of the Authorities Unit Regina Egea to temporarily oversee IGA the Friday before Governor Christie’s State of the State speech. [Governor Christie held the State of the State address on Tuesday, January 14, 2014.] Ashmore clarified that her title is still Director of Constituent Relations, and though Ashmore assumed the bulk of Kelly’s responsibilities, Maria Comella, the Governor’s Deputy Chief of Staff for Communications and Planning, now supervises the advance and briefing functions.

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2 Ashmore added that she was asked to “steady the ship.”
C. Interactions with the Authorities Unit

Ashmore said she routinely interacts with the Authorities Unit to report letters or calls received by OCR. In addition, Ashmore said she interacts with the Port Authority through the Authorities Unit. For example, Ashmore said that if she receives an incoming inquiry about an issue that would be relevant to the Port Authority, Ashmore will reach out to the Authorities Unit to loop in the Port Authority, if necessary. Ashmore did not recall calling the Port Authority directly about incoming issues.

D. Interactions with the Port Authority

Ashmore interacted with David Wildstein a handful of times. Ashmore added that the last communication Ashmore had with Wildstein was about the George Washington Bridge traffic issues (see below Section II (B)).

Ashmore did not recall having any interaction with Bill Baroni in Ashmore’s role as Director of Constituent Relations, but added that she knew Baroni when he was a New Jersey State Senator.

E. Interactions with the Governor’s Campaign

Ashmore volunteered to make phone calls for the campaign from time to time, and took a few days off during the last four to five days of the campaign to help with campaign events.

II. Chronology of the George Washington Bridge Events

A. August 2013

Ashmore stated that she had no knowledge of the communications between Kelly and Wildstein about traffic in Fort Lee in August 2013.

B. September 9–13, 2013 – George Washington Bridge Lane Realignment

Ashmore recalled first becoming aware of the George Washington Bridge traffic issues on the first or second day of the lane realignment, when OCR received a couple of calls and emails from constituents complaining about traffic problems. Because Ashmore is responsible for making sure that issues raised by constituents are addressed by the Governor’s Office, Ashmore updated the Authorities Unit about the incoming complaints regarding traffic delay as a result of lanes being closed on the George Washington Bridge.

Ashmore reached out to Nicole Crifo, a former Senior Counsel in the Authorities Unit, about the complaints that had been coming in. Ashmore recounted that Crifo placed a
call to conference in Wildstein while Ashmore was still on the line, and Ashmore, Crifo and Wildstein jointly discussed what was happening in Fort Lee.

Ashmore did not remember the specific questions Crifo asked Wildstein about the traffic problems, but recalled Wildstein saying something along the lines of, “this isn’t the Governor’s problem.” Ashmore did not recall Wildstein mentioning a traffic study. Ashmore commented that it was not the first time she heard someone say that a particular issue was not something that the Governor would be involved in.

After the call with Crifo and Wildstein, Ashmore went downstairs to Kelly’s office and told Kelly about the incoming angry calls from constituents about traffic problems in Fort Lee. Ashmore recalled that Kelly did not express surprise and responded by saying “okay,” which Ashmore interpreted to be Kelly’s acknowledging receipt of the information from Ashmore. Ashmore recalled that Kelly did not ask Ashmore any follow up questions.

Ashmore explained that it was routine for OCR to loop other staff into incoming issues, and added that Ashmore’s motivation for telling Kelly about the incoming calls was purely a function of Ashmore’s responsibility for raising awareness and addressing issues raised by constituents. On the Fort Lee traffic issue, Ashmore recalled feeling that she did not have a clear answer to give constituents after Crifo and Ashmore raised the issue with Wildstein, so Ashmore contacted Kelly in an attempt to get more clarity in the issue.

Ashmore recalled that the lanes were reopened a day or two after the call with Crifo and Wildstein, and the issue dropped off Ashmore’s radar. Ashmore added that traffic concerns are somewhat regularly reported to the Governor’s Office and Ashmore did not recall if she mentioned the Fort Lee inquiries to anyone else in the Governor’s Office, but added that she probably spoke to Crifo about the issue again after the story resurfaced on January 8, 2014.

Ashmore did not remember having a subsequent conversation with Kelly or Wildstein about the Fort Lee traffic issue.

C. September 17, 2013 and October 1, 2013 Wall Street Journal Articles

Ashmore did not recall having knowledge of the Wall Street Journal articles published on September 17, 2013 and October 1, 2013. She speculated that the articles may have been in one of the papers she looked at but she did not recall specifically seeing the articles when they were published, because she routinely views 50 to 60 news articles a day.
D. November 25, 2013 – Baroni’s Testimony

Ashmore recalled that Baroni testified before the Assembly Transportation Committee but added that she only recalled Baroni’s testimony because she read it in the papers. Ashmore did not recall discussing Baroni’s testimony with anyone.

E. December 2, 2013 -- Press Conference

Ashmore remarked that she generally does not attend press conferences unless the press conferences are geared toward constituent issues.

Ashmore added that since the December 2, 2013 press conference, OCR has received additional inquiries about Fort Lee.

F. December 6 and December 13, 2013 – Wildstein’s and Baroni’s Resignations

Ashmore stated that OCR may have received incoming inquiries or comments from constituents regarding Wildstein’s and Baroni’s resignations, but she did not specifically recall the inquiries.

G. January 8, 2014

Ashmore stated that OCR received calls about the Fort Lee traffic issue after The Bergen Record article came out on January 8, 2014 and recalled there being normal conversations among staff about the incoming comments related to the story.

III. Document Retention Notices

Ashmore received the document retention notices and is in compliance with them.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Bonnaffons Interview Memorandum

On January 31, 2014, Stacy Bonnaffons was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Bonnaffons was not represented by counsel. All information contained herein was provided by Bonnaffons or as indicated. Bonnaffons has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per the Gibson Dunn protocol, and requesting that Bonnaffons refrain from discussing the investigation and interview with others. Bonnaffons stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1992, Bonnaffons graduated from Louisiana State University. She then moved to Washington, D.C. and worked on Capitol Hill with the Republican Senatorial Committee and Richard Baker. Bonnaffons then obtained a graduate degree from George Washington University. After graduating, she did economic development work for an international resources group funded by the U.S. Agency for International Development. In 1997, the international resources group won a project that brought Bonnaffons to the Philippines, where she worked for five years. Bonnaffons then worked for four-and-a-half years in Thailand. Her job shifted over time from a contractor position to U.S. government employment where she ultimately gave out grants and funds. Bonnaffons worked on Tsunami relief as her last project in Asia, negotiating aid packages.

When Hurricane Katrina hit Louisiana, it hit Bonnaffons’s home town, destroying her house and her parents’ house. Bonnaffons quit her job in Asia within two weeks of Katrina and returned home to assist with relief there. She began working on disaster recovery from
the private sector, working for one of the companies rebuilding in the area. Bonnaffons was then appointed by Louisiana Governor Jindal as Assistant Secretary of the Louisiana Department of Labor (now the Louisiana Workforce Commission). After a year there, she decided she wanted to work more on disaster recovery (after Hurricanes Gustav and Ike occurred) and moved to the Louisiana Recovery Authority. She became the Chief of Staff there. Bonnaffons worked at the Recovery Authority for three years, working mostly on housing issues, and then Hurricane Sandy hit.

After Hurricane Sandy hit, Bonnaffons wrote letters to people in New Jersey and New York offering her services on disaster relief. She spoke with Paul Macchia of the New Jersey Department of Community Affairs (“DCA”), and he took her up on her offer. Bonnaffons started as a temporary employee at the DCA, working with Community Development Block Grant Disaster Relief (“CDBG-DR”) funds from the Department of Housing and Urban Development (“HUD”). She was already familiar with how these funds were administered, making her a good fit for this position. Bonnaffons then became an Assistant Commissioner of the DCA in June 2013.

Bonnaffons is a registered Republican.

II. Superstorm Sandy Aid

A. Sandy Aid Programs

Bonnaffons discussed the details of the CDBG funding procedures with HUD, including a discussion of the timing of funding and how the New Jersey state funding plans for tranches were publicly posted for comments prior to submission to HUD. She also discussed Rebuild by Design briefly.

Bonnaffons said that at no time has Commissioner Constable connected the distribution of Sandy aid to political parties, endorsements of the Governor, or private development projects. She said that Commissioner Constable prioritized homeowners and businesses initially, and he has always believed that relief should be need-based, tied to the extent of the damage.

Bonnaffons pointed out that Hoboken did not experience as much damage as many other municipalities; many of the projects requested by Mayor Zimmer were flood mitigation projects, a lower priority for HUD funding.
B. November 25, 2013 – Mayors Meeting

Bonnaffons attended the November 25, 2013 outreach meeting to mayors hosted by Marc Ferzan and the Governor’s Office of Rebuilding and Recovery (“GORR”). She said that HUD had announced its next $1.4 billion tranche, and a requirement for the state to obtain these funds is outreach meetings and public hearings. GORR held some stakeholder outreach meetings, and the DCA held others. During this round of GORR meetings, there were three sessions, and Bonnaffons attended the session that Mayor Zimmer attended.

Bonnaffons said that during this meeting, CDBG and FEMA funds were discussed. All of the different funding sources were presented and the mayors’ views were sought in developing a plan for the funds.

After the meeting, Commissioner Constable of the DCA called Bonnaffons over to meet Mayor Zimmer. Mayor Zimmer said that Hoboken was not receiving enough funds, particularly Housing Mitigation Grant Program (“HMGP”) funds. Bonnaffons explained that those funds are FEMA funds not handled by the DCA, but she acknowledged the Mayor’s concerns. Mayor Zimmer went on to say that her residents are in a unique situation with their housing that prevents them from receiving Reconstruction, Rehabilitation, Elevation and Mitigation (“RREM”) program funds. Mayor Zimmer said she wanted to elevate utilities and flood proof in other ways. She asked how Hoboken could get those types of projects funded. Bonnaffons described to the Mayor her experience in Louisiana after Katrina with the elevation of utilities to the roofs of hospitals. Bonnaffons told Mayor Zimmer that she could get her more information about running such programs. Mayor Zimmer said she would like to see examples and would need funding for the projects. Mayor Zimmer also asked about the technology to prevent elevators from running to bottom floors in a building during floods. Commissioner Constable said that they would look at the next set of RREM funds to see if funds could be used for such unique purposes. The conversation with Mayor Zimmer lasted between five and ten minutes. Mayor Zimmer had a member of her staff with her during the conversation. Bonnaffons recalled that Mayor Zimmer was nice during this conversation. The Mayor wanted additional information but never followed up with Bonnaffons.

Within a few days after this interaction with Mayor Zimmer, Commissioner Constable went to Bonnaffons and asked her to follow-up on looking into funding options for the projects discussed with the Mayor. They decided they would think about options, but she did not follow up on these projects much after this conversation, and the Mayor never followed up with them about these issues.

Bonnaffons did not recall seeing Marc Ferzan talk with Mayor Zimmer on November 25, 2013. She did not know who the Mayor was until she met her after the meeting though,
so she said she would not have taken note of a conversation between the two prior to her own conversation with Mayor Zimmer.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Brody Interview Memorandum

On January 28, 2014, Terrence Brody was interviewed by Reed Brodsky, Rachel Brook, and Christian Hudson of Gibson Dunn. Brody was not represented by counsel during the interview. All information contained herein was provided by Brody or as indicated. Brody has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Brody refrain from discussing the investigation and interview with others. Brody stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 2000, Brody graduated from the University of Scranton. In 2003, he graduated from the University of Rutgers Law School (Newark). He clerked for a year in the Chancery Division of the New Jersey Courts. He spent seven years in private practice, first with Gibbons P.C. in Newark, practicing commercial litigation and internal investigations, and then, in 2008, with Greenberg Traurig in their New Jersey office, where he was an associate. In May 2010, Brody joined the New Jersey Office of the Attorney General as a Special Assistant to the Attorney General. He then worked his way up to Chief of Staff for the Attorney General. As Chief of Staff, he was part of a four-person team overseeing 8,600 employees in ten divisions. His primary responsibility was civil litigation, and he was not involved in criminal investigations.
Both before and after Superstorm Sandy, Brody worked extensively both before and after Sandy made landfall to advise the Governor’s office and other agencies on any issues that may arise due to the storm. Executive Director of the Governor’s Office of Recovery and Rebuilding (“GORR”) Marc Ferzan then asked him to be the Deputy Executive Director of GORR in November 2012. He had worked with Ferzan during their time together at the Attorney General’s office. In December of 2012, he officially joined GORR.

II. Superstorm Sandy Aid

Brody said the Christie Administration has never tied Sandy aid to a municipality official’s political party, or to particular development projects.

Brody has attended certain of the Governor’s Office’s weekly Sandy-related meetings with the Governor. He never heard Governor Christie suggest or imply that Sandy aid should be tied to politics, or to particular development projects.

Brody said that GORR was responsible for working with agencies in assessing impacts and development programs to address those impacts. On bigger issues, GORR made its recommendations to the Governor. The Governor agreed with the vast majority of recommendations at the program level. The Governor himself was not involved in administering programs. At no point was there a discussion about the specifics of aid to municipalities.

Brody said that GORR would hear about endorsements only from what the news media reported, and that such things were not communicated to GORR in the office. Brody added that those issues were also not of any interest to the GORR team in what they were doing. GORR treated Democratic and Republican municipalities and officials the same, and was and is completely agnostic as to political affiliation.

While Brody is a registered Republican, he said that when he and Ferzan made their hiring decisions for GORR they never asked candidates for their political affiliation, and were only interested in whether the candidate was a strong worker. He has subsequently learned that some team members have interned with Democratic administrations and supported Democratic Congressmen, and that such a thing is not an issue at all.

III. Superstorm Sandy Aid Allegations

A. Interactions with Hoboken Mayor Dawn Zimmer

Brody interacted with Hoboken Mayor Dawn Zimmer shortly after Sandy. This was because of Hoboken’s historical flooding issues.

B. January 22, 2013 Letter from Mayor Zimmer

When shown the January 22, 2013 letter from Mayor Zimmer to Governor Christie, Brody recalled that, following that letter, he had a meeting with the Mayor, her staff, Amy
C. March 12, 2013 Meeting

When shown email exchanges between him, Ferzan, and Weinstein about a March 12, 2013 meeting to discuss Hoboken’s Flood Mitigation Plan, Brody said that, at the time, he was not familiar with the developers mentioned in the emails. He was aware that developers were interested in incorporating flood mitigation designs into their development plans. It appeared to him that Mayor Zimmer was adopting the Rockefeller Group’s plan as Hoboken’s own plan. He recalled Mayor Zimmer showing the attendees a map, which he believed was the Rockefeller Group’s map. This map showed where flood gates would be placed in Hoboken, including in the North End. Brody, however, did not recall the Rockefeller Group itself coming up in this meeting, or being present for the meeting. He subsequently had a meeting with Rockefeller Group representatives but does not recall if Mayor Zimmer was also at that meeting.

Based on his interactions with Mayor Zimmer, Brody perceived that the Mayor fixated on an engineering design and stuck with it. She has taken the same approach with the recent Rebuild by Design plan from OMA for Hoboken. Brody contrasted Mayor Zimmer’s approach with GORR’s approach, which is more methodical and attempts to study the plans to see all factors that go into it. Brody emphasized the importance of studying proposals because any one of them would cost tens of millions of dollars, and one would not spend that much unless it was understood that a plan would be effective.

D. March 21, 2013 Letter from Mayor Zimmer

Brody was shown a letter from Mayor Zimmer to the Hudson County Office of Emergency Management dated March 21, 2013, regarding the North Hudson Sewerage Authority and support for a letter of intent. He stated that, under Section 404 of the Stafford Act, letters of intent are required as a first step in the funding process. The North Hudson Sewerage Authority letter of intent was not rejected; rather, the request did not satisfy Section 404’s requirements as an initial matter.

E. Mayor Zimmer’s April 23, 2013 Letter

Brody said that the April 23, 2013 letter from Mayor Zimmer to the Governor was an example of Mayor Zimmer representing to GORR that she had some type of proposal that had been completed. Mayor Zimmer’s concepts changed over time, and GORR wanted to be able to review them to determine feasibility. GORR has supported her throughout her
various proposals, and also worked to connect Hoboken with FEMA and HUD to see whether Mayor Zimmer’s flood pump and flood wall proposals, referenced in the April 23, 2013 letter, could be paid for with Section 406 funding.

Brody believes that GORR first looked into 406 funding after seeing that the Passaic Valley Sewage Commission had success in making an aggressive claim for funding to put up flood walls. GORR wanted to see if a similar claim could work for Hoboken, and presented the idea to Hoboken.

F. Mayor Zimmer’s May 8, 2013 Letter

Brody was not sure what Mayor Zimmer alluded to in her May 8, 2013 letter with regards to flood pumps not meeting federal criteria, as there was no specific source of money for community projects on a scale of Hoboken’s request. Her request for $22 million was a large one, and therefore, GORR tried to focus her attention on seeking Section 406 funding.

Mayor Zimmer knew that funding would be difficult to get from the federal government. Brody was present at a meeting in which it was explained to Mayor Zimmer that GORR wanted FEMA’s New Jersey Federal Coordinating Officer Gracia Szczech to work directly with FEMA to find money to help the Mayor fund her project.

Brody did not recall anyone informing Mayor Zimmer that there was no hazard mitigation funding, as mentioned in her May 8, 2013 letter, and that such a statement would not have been accurate because GORR had not identified all of the possible hazard mitigation programs at that time. Nor has GORR identified all of their CDBG initiatives yet. Brody did not believe that anyone in GORR ever told Mayor Zimmer that there would not be any hazard mitigation funding left for Hoboken. Brody noted that a May 9, 2013 email was sent on the same day that Hoboken officials (including Mayor Zimmer) were meeting with GORR and FEMA officials to discuss 406 funding.

G. May 15, 2013 Meeting with Mayor Zimmer and FEMA

On May 15, 2013, Brody met with, among others, Mayor Zimmer, Gracia Szczech, and Jack Malone (a FEMA mitigation specialist) at the New Jersey State House. FEMA and GORR went into the meeting with the purpose of trying to find ways to help Hoboken with the city’s mitigation plans and secure 406 funding. Brody explained that the FEMA and GORR officials at this meeting were excited because they were in uncharted waters to really expand 406 mitigation funding. They presented their 406 funding plans to Mayor Zimmer, with an action plan for Malone to visit Hoboken and work with the Mayor’s staff to craft a workable mitigation design that would meet all of the 406 requirements. FEMA began working with Hoboken, but in or about May or June 2013, Hoboken became unresponsive to FEMA’s requests. Brody referenced an email from Siekerka after Hoboken became unresponsive; Siekerka stated that Hoboken decided not to proceed with the 406 route. This was confirmed by a September 2013 agenda from the DEP environmental infrastructure working group confirming that Hoboken was not going to try to secure 406 funding.
IV. Other Assistance to Hoboken

A. CDBG Funding

Brody recalled that the unveiling of the CDBG action plan was a big event, and that HUD Secretary Donovan was present with Governor Christie to announce the plan. Commissioner Constable is not involved in distributing Sandy-related aid other than CDBG funds. The Commissioner attends weekly meetings, but the only other issue he worked on related to Sandy recovery was temporary housing assistance. Brody stated that the Commissioner would not have been involved in FEMA’s Public Assistance fund distribution.

B. Hoboken MicroGrid

In June 2013, the United States Department of Energy provided funds for the Sandia National Labs to study the viability of a micro-grid energy distribution system in Hoboken. GORR organized the addition of the Board of Public Utilities (“BPU”) to the Memorandum of Understanding which memorialized the agreement. The BPU joined to show that the state government would be involved in the process and help with regulatory issues. GORR is not directly involved in the process.

Brody also stated that, while the United States Army Corps of Engineers had not traditionally looked at inland urban areas, GORR had worked to focus their attention on Hoboken and Hudson County. In fact, Hoboken was always first off their tongues in discussions with the Army Corps because of the city’s historical flooding problem.

C. May 12, 2013 11:50 AM Email

Brody stated that Commissioner Simpson was the chair of the transportation working group, with which GORR had biweekly meetings. He received this email discussing an outside group looking to help with hazard mitigation in Hoboken which did not require any federal or state funding. GORR does not solicit any development ideas, although they are approached by many groups offering ideas.

D. July 25, 2013 10:31 AM Email

Brody stated that a July 25, 2013 email referenced IGA’s interest in discussing and reviewing Sandy emergency responses to affected towns. IGA coordinated these meetings, and brought in experts from the U.S. Department of Homeland Security and FEMA, as well as procurement specialists.

V. Rebuild By Design

A. Background

GORR was initially skeptical when the Rebuild by Design (“RBD”) competition was announced. There was skepticism because the competition did not have concrete guidelines;
rather HUD (which runs the competition) wanted teams to devise ivory-tower-like ideas. It is not clear whether GORR has any real input on the competition’s decisions. There is a jury and an advisory commission, but only one individual on either body has any New Jersey ties. In contrast, there are multiple New York people on these bodies. HUD wanted GORR to provide their perspective on the proposals, but GORR was very hesitant to pick any one design over another because there had been no real science behind the proposals at that time. GORR has expressed concern to HUD officials that the department was potentially earmarking a large portion of third-tranche CDBG money for this competition instead of allowing it to go to communities. There is $4 billion in CDBG funds remaining from the Congressional appropriations bill, a good portion of which GORR had anticipated would be provided for New Jersey to allocate. But Secretary Donovan has implied that a significant amount of the $4 billion would be directed to Rebuild by Design instead.

Because of the potential for a large amount of CDBG funding to be directed to the competition instead of the states, GORR brought the issue to Governor Christie’s attention. There was a meeting at Drumthwacket in the fall of 2013 with the Governor in which the Governor told Ferzan that he could not make a decision on the issue based on the information he had been given.

Reservations notwithstanding, in June 2013, Brody attended the kickoff meeting in New York City for the competition.

B. Mayor Zimmer Confronts Brody

On October 28, 2013, Brody attended an RBD conference at NYU in Manhattan, which unveiled the projects that had been devised by the competition teams, including a plan focusing on Hoboken specifically. During the morning of the conference, Mayor Zimmer approached Brody on the street outside of the meeting. Steve Marks was with her; Brad Mason was with Brody. Mayor Zimmer told Brody that she really wanted the Governor to endorse the Hoboken plan. GORR had only seen a one-paragraph synopsis of this plan, which did not contain enough detail for GORR to understand the viability of the concept. Brody responded that it seemed that the teams were coming up with interesting concepts and GORR wanted to understand all of their implications before they got behind any one, but they would definitely work with Mayor Zimmer moving forward. Brody then explained that there were limited financial resources at the state’s disposal but that GORR was committed to working with the Mayor on Hoboken’s flooding issues. Upon hearing Brody’s response, Mayor Zimmer got very upset. The Mayor was emotional and raised her voice, to the point that she was yelling at him. Brody did not recall the exact details of how she responded, but that her remarks generally were that she felt she was not getting enough money for Sandy recovery. Brody then attempted to explain to the Mayor that there were limited funds that could be distributed, that GORR was happy to work with her to protect Hoboken, and that an example of this work was the university study commissioned by GORR to look into the flooding causes, but that he could not get a word in to tell her this information. Before Brody could fully respond, Mayor Zimmer walked away, ending the conversation.
Afterwards, Brody and Mason, joined by Eric Daleo and Dave Morris, attended the conference’s luncheon session. They were present because HUD wants New Jersey officials to support the process. These appearances were good, and the design opportunities touching on New Jersey may also cover priority areas that GORR was focused on. GORR has told HUD that they will participate but that they will not support the projects until there is more information.

C. Public-Private Partnerships

Mayor Zimmer’s letter seeking state government support for Hoboken’s RBD proposal came at a time when the competition was looking to pare down the design teams to ten finalists. GORR was and is working to support the process by helping the design teams. The Hoboken design team brought up the need for private development partnerships to GORR. GORR never thought that incorporating private sector participants was a bad thing, and that in higher-level documents on past disasters like Hurricane Katrina there was a focus on the importance of bringing in such private sector actors. Referencing the January 10, 2014 email conversation with the Rockefeller Group, Brody noted that Morris had worked to provide contact information from LCOR and the Rockefeller Group to Hoboken’s design team.

Brody believes he may have sent a letter in response to Mayor Zimmer’s October 28, 2013 letter, but he did not recall what details may have been included.

In the spring of 2013, GORR had been working with NJ Transit on its LCOR development project in the southeast part of Hoboken. LCOR had told GORR that they were willing to build up new base flood elevations to protect an area of Hoboken that had been particularly susceptible to flood surge during Sandy. Brody said that it is a best practice to leverage private monies where possible, because there are not enough federal funds for every request. Brody mentioned that HUD Secretary Shaun Donovan and HUD are very supportive of public-private partnerships.
On January 30, 2014, Michele Brown was interviewed by Alexander H. Southwell, Debra Wong Yang and Sarah Vacchiano of Gibson Dunn. Brown was not represented by counsel during the interview. All information contained herein was provided by Brown or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Brown has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Brown refrain from discussing the investigation and interview with others. Brown stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Brown received a B.A., magna cum laude, from Drew University and a law degree, magna cum laude, from Georgetown University Law Center. Prior to serving in her current role as Chief Executive Officer of the New Jersey Economic Development Authority (“EDA”), Brown served as Appointments Counsel for Governor Christie. Brown also served as a federal prosecutor and Acting First Assistant United States Attorney for the District of New Jersey. Brown was appointed CEO of the Economic Development Authority in October 2012.]

A. Role and Responsibilities

Brown left the Governor’s Office in October 2012 to join EDA right before Superstorm Sandy hit on October 29, 2012. Brown remarked that her role at EDA changed dramatically after Superstorm Sandy. Prior to Sandy, Brown oversaw a staff of about 140
people. Post-Sandy, Brown said that she oversees an additional 50 staff members working on Sandy recovery programs.

Brown stated that EDA is the State agency responsible for assisting the state in growing the economy and new jobs by managing incentive programs that entice new businesses into the state and helping to retain businesses that are at risk of leaving New Jersey. In addition, EDA is involved in bonding activity for charter schools, municipalities and manufacturers, makes small loans to businesses and other concerns, and manages a number of tax programs that incentivize technology and other small businesses. Brown stated that EDA is mainly known for managing the State’s big incentive programs.

Brown explained that EDA has a series of grants and loans for small businesses and is responsible for dispensing Sandy aid grants to businesses through the Stronger New Jersey Business Grant and Loan Programs, and to a smaller degree, to municipalities through the Stronger New Jersey Neighborhood and Community Revitalization Program.

Brown said that most of the EDA programs Brown manages are Community Development Block Grant (“CDBG”) programs, which allocate funds from the U.S. Department of Housing and Urban Development (“HUD”). Brown explained that getting this type of aid can be laborious; for example, the rules and regulations around CDBG aid were not designed with small businesses in mind, so the process of helping small businesses fill out forms and provide the supporting documentation required by the federal government is particularly difficult, given that small businesses do not usually employ chief financial officers or have the best record keeping practices.

Brown said that politics were never a factor in the Sandy aid meetings Brown attended. As Brown described it, New Jersey applicants that have applied for these grants and loans are considered on a first come, first served basis by date and completeness of application. Brown underscored that there are no extraneous considerations beyond the date and completeness of the applications.

II. Superstorm Sandy Aid Allegations

A. Interactions with Hoboken Mayor Dawn Zimmer

Brown said that she has met Hoboken Mayor Dawn Zimmer on a number of occasions. Prior to running EDA, Brown served as the Governor’s Appointments Counsel, and she met Mayor Zimmer in that capacity.

Brown said that she has discussed economic development with Mayor Zimmer, but she did not recall specifically when these discussions occurred. Brown recalled telling Mayor Zimmer she wanted to discuss the new Economic Opportunity Act with Mayor Zimmer, including what the Act meant for Hoboken, and what economic activity Mayor Zimmer was interested in for Hoboken. Mayor Zimmer said she was interested in having the
discussion, so Brown told Mayor Zimmer that Brown’s secretary would set up the meeting. The meeting was originally scheduled for December 2013 with Marc Ferzan and Brown both attending the meeting with Mayor Zimmer in order to discuss the Economic Opportunity Act and the Rockefeller Development project. Brown said that the meeting was subsequently rescheduled for some time in January, and then Mayor Zimmer’s Office called to reschedule the meeting again due to a conflict in Mayor Zimmer’s schedule. Brown said the meeting with Mayor Zimmer and Ferzan is currently scheduled for February 2014.

Brown stated that she has not had any conversations with Mayor Zimmer or anyone in Mayor Zimmer’s office regarding Sandy aid.

B. Rockefeller Group Development Project

Brown said that she is aware of the Rockefeller Group development project in Hoboken. Brown attended a meeting about the Rockefeller Group development project where the project was described as an existing project that was not in need of any incentive assistance from EDA, so Brown’s only interest in the project was following up on what was happening generally with the Rockefeller Group development project as potentially part of a large economic development project. In her role as head of EDA, it is common for Brown to attend a meeting about a large scale development project, as she insists on being briefed on every major redevelopment project in the state.

Brown “heard through the grapevine” that the Rockefeller Group development project was a matter that had been pending for some time. Brown commented that she could not form an opinion on Mayor Zimmer’s bona fide beliefs as to whether the Rockefeller Development program was linked to Sandy aid. Brown had no further knowledge of the Rockefeller Group development or Ferzan’s involvement.

Brown did not recall attending a November 25, 2013 meeting with various north New Jersey mayors. Brown did not recall attending any meetings in Hoboken or the Governor’s Office with Mayor Zimmer.

III. The Governor’s Sandy Working Group

Brown said that she is a regular attendee at the Governor’s Sandy Working Group weekly meetings. Brown did not recall any discussion during these meetings of political motivations for Sandy aid projects. Brown stated that politics never entered the discussion for how Sandy aid would be allocated.

IV. Fort Lee Lane Realignment

Brown had no knowledge of the Fort Lee lane realignment issue beyond media reports.
Memorandum

On January 31, 2014, Raymond Cantor was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Cantor was not represented by counsel during the interview. All information contained herein was provided by Cantor or as indicated. Cantor has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per the Gibson Dunn protocol, and requesting that Cantor refrain from discussing the investigation and interview with others per Gibson Dunn protocol. Cantor stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1984, Cantor graduated from New York Law School. After law school, he worked for the New Jersey legislature. He then held various governmental affairs positions over the years. In January 2010, he began working for Commissioner Bob Martin and is now the Chief Advisor of the New Jersey Department of Environmental Protection (“DEP”). In his role as Chief Advisor, Cantor advises Commissioner Martin on policy, management, and legal issues, and he has direct responsibility for the Office of Legal Affairs within DEP. Cantor has several policy advisors that work for him.

II. Superstorm Sandy Aid and Interactions with Mayor Dawn Zimmer

Cantor participated in one meeting with Mayor Zimmer that occurred on or about April 26, 2013. The meeting took place in a conference room in the DEP’s office. In attendance at the meeting were Mayor Zimmer and a staff member from her office, Cantor,
Eric Daleo from the Governor’s Office of Rebuilding and Recovery ("GORR"), Marilyn Lennon from the DEP Land Use Management, and others. Mayor Jerrimiah Healy, the mayor of Jersey City, was planning to attend the meeting as well but ultimately did not.

The conversation during this meeting centered around regulations that would allow for development in cities, including Hoboken. FEMA was in the process of re-mapping the New Jersey Coast for High Velocity Zones, or “V Zones” (zones that receive a large amount of wave action and, thus, more damage). Less development is permitted in High Velocity Zones, and several areas of Hoboken had been designated as High Velocity Zones for the first time. The meeting was scheduled to discuss ways to allow for more development. Jersey City also wanted to be involved in the meeting given the designation of certain zones as V Zones in the most recently released maps. Mayor Zimmer specifically brought up the issue of how to protect buildings in V Zones from flooding, since elevation is not permitted in V Zones. She brought up making adjustments to elevators and other structures currently at the ground level. During the meeting, the participants discussed what was feasible given the existing regulations, and Cantor said Mayor Zimmer was told that some of her proposals were not allowed under the current rules.

After this meeting, Cantor asked his staff to try to find regulations that would allow Hoboken to protect its buildings, but the National Flood Insurance Program ("NFIP"), which is FEMA’s flood insurance program, did not allow for certain types of building. Cantor’s staff could not figure out a solution for Mayor Zimmer’s request from this meeting at the time.

The April 26, 2013 meeting lasted approximately one hour. Development projects were only discussed in two contexts: (1) in the context of the need for regulatory changes to allow for development in Hoboken; and (2) in the context of the piers on which development was currently not permitted. Mayor Zimmer said that Hoboken did not want development on piers, but the DEP participants responded that Jersey City wanted such development.

The Rockefeller Group was not discussed during this meeting, and Cantor said he did not recall hearing about the Rockefeller Group until Mayor Zimmer’s MSNBC interview.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File

From: Gibson, Dunn & Crutcher LLP

Re: Chebra Interview Memorandum

On February 19, 2014, Eugene Chebra was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Chebra was not represented by counsel during the interview. All information contained herein was provided by Chebra or as indicated. Chebra has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Chebra refrain from discussing the investigation and interview with others. Chebra stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1976, Chebra received his B.S. in Civil Engineering from the Newark College of Engineering, now the New Jersey Institute of Technology. In 1977, Chebra joined the New Jersey Department of Environmental Protection (“DEP”) in the Division of Water Management. Chebra left DEP in 1979 to travel and do social work. He rejoined DEP in 1981 in the Division of Water Quality, Municipal Finance & Construction Element, as a trainee. Chebra currently serves as Assistant Director for the Division of Water Quality. Chebra supervises approximately 63 staff members in his current position. Chebra stated that his primary responsibility is to administer EPA funds to local municipalities for water and waste treatment facilities. Chebra stated that he had no contact with Mayor Zimmer prior to the May 9, 2013 meeting. Chebra explained that in his position at DEP, he typically does not communicate directly with mayors.
II. Superstorm Sandy Aid Allegations

A. May 9, 2013 Meeting with Hoboken and the Rockefeller Group

Chebra attended the May 9, 2013 meeting with Mayor Zimmer, Stephen Marks (Hoboken’s Business Administrator), the Rockefeller Group, Fred Worstell (Dresdner Robin), Lori Grifa (Wolff & Samson), and other members of the DEP. Chebra was invited to the May 9, 2013 meeting by Michele Putnam, Director of the Division of Water Quality. Chebra said that he attended the meeting to explain interim and emergency loan programs that Hoboken could apply for to help fund its flood mitigation plan ahead of Federal Emergency Management Agency (“FEMA”) and other state financing. Since 1985, the DEP has disbursed over $6 billion in loans, and takes in approximately $100 million per year in repayments. When Superstorm Sandy hit, the DEP and the Environmental Infrastructure Trust (“EIT”) recognized that there would be billions of dollars in damages, so the DEP worked with the EIT to create the Statewide Assistance Infrastructure Loan (“SAIL”) Program, a loan program administered by the DEP and the EIT, which provides financing to municipalities and utility authorities waiting for federal funds for storm and waste water projects. Chebra recalled that the information the DEP provided to Hoboken at the meeting was the same information that the DEP provided to every municipality and utility authority the DEP met with after Superstorm Sandy.

Chebra recalled that the purpose of the May 9, 2013 meeting was to discuss Hoboken’s flood mitigation plan, not the Rockefeller Group’s North End development project. Chebra recalled that the DEP didn’t know the substance of Hoboken’s flood mitigation plan before the meeting, but received a scrub of the plan so that the DEP could provide helpful information at the meeting regarding funding sources, permits, and other relevant programs. Chebra did not recall having knowledge of the Rockefeller Group prior to the May 9, 2013 meeting.

During the May 9, 2013 meeting, Chebra recalled that the Hoboken team laid out a map, explained where flooding occurs in Hoboken, and showed the DEP where they hoped to build flood walls and pump stations. Chebra did not recall if Mayor Zimmer or Marks led the meeting, but recalled that Mayor Zimmer spoke about Hoboken’s problems with flooding. Chebra recalled that the Hoboken team mentioned that the North Hudson Sewerage Authority (“NHSA”) would oversee the bidding process and construction of their project.

Chebra recalled thinking during the meeting that the public-private partnership between Hoboken and the Rockefeller Group was a very positive partnership. While the DEP could help front funding for Hoboken’s flood mitigation plan, the DEP’s funding would be in the form of a loan, not a grant, so Chebra noted to himself that it would have been more beneficial for Hoboken to work with private entities like the Rockefeller Group that could help pay for Hoboken’s flood mitigation plan. Chebra did not recall ever getting the
impression that Mayor Zimmer did not want to partner with the Rockefeller Group or that
Mayor Zimmer did not want the Rockefeller Group at the meeting. Chebra recalled Mayor
Zimmer being appreciative of the Rockefeller Group’s involvement in the flood mitigation
plan. Chebra said he thought DEP was meeting with a team that had a problem and was
working together to find a solution.

Chebra recalled that the DEP discussed alternative funding sources available for
Hoboken’s flood mitigation plan. Specifically, Chebra recalled that he conveyed that
Hoboken could apply for the interim and emergency loans provided by the DEP and the EIT.
In addition, Chebra recalled that Hoboken was interested in land acquisition, something the
DEP could fund if Hoboken acquired land that they intended to preserve. Chebra recalled
that Linda Coles discussed land acquisition with Hoboken.

Chebra did not recall ever hearing that Sandy aid was tied to endorsements, political
affiliation, or the Rockefeller Group’s development project in Hoboken. Chebra stated that
the representations the DEP made to Mayor Zimmer and Hoboken during the meeting were
the same representations the DEP provided to every municipality and authority they met
with: the DEP would assist in any way they could and would help municipalities and
authorities navigate the FEMA funding process.

B. Post-May 9, 2013 Meeting

After the May 9, 2013 meeting, the DEP continued to help Hoboken navigate funding
streams for its flood mitigation plan. During the interview, Brodsky showed Chebra emails
that Chebra was copied on between Michele Siekerka, Assistant Commissioner at the DEP,
Mayor Zimmer, and David Zimmer, Executive Director of the EIT, among others, discussing
406 Hazard Mitigation funding administered by FEMA. Chebra said he was copied on the
emails for informational purposes. Chebra again explained that the DEP could provide loans
for water infrastructure projects, but explained that it would have been better for Hoboken if
they could get reimbursed through 406 Hazard Mitigation funds because 406 FEMA funding
is 90% grant money whereas the DEP and EIT interim loan program is only 19% grant
money and the rest must be paid back with 1% interest. Chebra said that the DEP made sure
that Hoboken would not be disqualified from FEMA funding if it submitted a Letter of Intent
for the DEP and the EIT loans.

Chebra also explained that Hoboken submitted a Letter of Intent to receive a loan for
a wet weather pump station on or about October 7, 2013. During the interview, Chebra
provided a planning document created by Hatch Mott MacDonald, a consulting engineering
firm, for a wet weather pump station to be owned by Hoboken City and operated by the
NHSA. Chebra said that Hoboken was one of seventeen projects that the DEP categorized as
in dire need. Chebra explained that if and when the “dire need” projects hit the DEP’s radar
screens, the DEP would prioritize helping those projects move forward.
Hoboken’s application for the loan is due on or about March 3, 2014. Chebra explained that Hoboken’s pump station project will require “Level 2” review because, among other things, the impact the pump will have on the public. Level 2 review requires a public hearing with a 30-day comment period. Chebra explained that every project is ranked according to scientific, objective criteria. Chebra explained that Linda Coles is the project manager for this program and that Coles reviewed Hoboken’s Letter of Intent and provided Hoboken comments.

Chebra stated that in his position at the DEP, he does not communicate with Mayor Zimmer or Hoboken officials. Typically, an engineer within the DEP would reach out to Chebra if there were an issue with a municipality, but Chebra stated that there were no issues brought to his attention regarding Hoboken. Chebra stated that he was surprised by Mayor Zimmer’s allegations. Chebra recalled she was a concerned mayor during the May 9, 2013 meeting, but said that her behavior was not unusual for a mayor trying to rebuild after Superstorm Sandy. Chebra stated that the DEP tries to assist the best it can.
On February 19, 2014, Linda Coles was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Coles was not represented by counsel during the interview. All information contained herein was provided by Coles or as indicated. Coles has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Coles refrain from discussing the investigation and interview with others. Coles stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1981, Coles graduated from Cook College with a degree in biology. In 2006, Coles earned her Master’s Degree in Environmental Science from the New Jersey Institute of Technology. In 1988, Coles joined DEP as an Environmental Specialist in the Division of Water Quality. Before joining the DEP, Coles worked for the U.S. Geological Survey and held other geology and engineering positions. Coles’s current position is Supervising Environmental Specialist. Coles also held this position in 2013. In her current position, Coles supervises one employee.

II. Superstorm Sandy Aid

A. May 9, 2013 Meeting

Coles recalled that she had communicated with Stephen Marks, Hoboken’s Business Administrator, prior to the May 9, 2013 meeting. After Superstorm Sandy hit, Coles
volunteered to conduct outreach to towns and sewerage authorities to assess their needs and see how the DEP could help. Coles stated that she was assigned to conduct outreach to Hoboken and Bay Head, New Jersey, and that Marks was her primary point of contact in Hoboken.

Coles attended the May 9, 2013 meeting with Mayor Zimmer, Marks, the Rockefeller Group, Fred Worstell (Dresdner Robin), Lori Grifa (Wolff & Samson), and other members of the DEP. Coles recalled that she was invited to the May 9, 2013 because she was assigned outreach to Hoboken after Superstorm Sandy.

Coles recalled that the May 9, 2013 meeting was about flood prevention, and, specifically, the construction of flood walls in Hoboken. Coles recalled that public-private partnerships were discussed regarding funding the flood walls. Coles did not recall who spoke during the meeting. Coles said that she remembered being nervous during the meeting because there were a lot of high-level DEP officials in attendance, which was not the norm for the DEP’s meetings with municipalities and utility authorities. Coles recalled that sometime after the meeting, she discussed land acquisition with Hoboken. Coles took notes during the meeting.

Coles did not recall the Rockefeller Group’s North End development being discussed during the May 9, 2013 meeting. Coles did not recall ever hearing that Sandy aid was tied to endorsing Governor Christie, political affiliation, or the Rockefeller Group’s development project.

B. Interactions with Hoboken Post-May 9, 2013 Meeting

Coles continued to assist Hoboken after the May 9, 2013 meeting. Specifically, Coles had been in contact with Marks and Kevin Wynn, an engineer at Hatch Mott MacDonald, regarding Hoboken’s Letter of Intent for a wet weather pump station. Hoboken submitted a Letter of Intent, along with a plan created by Hatch Mott Macdonald, to the Environmental Infrastructure Financing Program, a loan program administered by the DEP and the New Jersey Environmental Infrastructure Trust (“EIT”). After Hoboken submitted its Letter of Intent, Coles explained that she was asked to provide a list of all funding Hoboken had applied for, and whether they had received any FEMA funding. Coles recalled that the information she received from Hoboken did not always match the information from her state sources. In addition, Coles explained that she also communicated with Marks and Wynn regarding the specifics of their plan when determining what level of review the project would receive at the DEP. Coles explained that, after discussing the details of Hoboken’s plan with her superiors, it was determined that Hoboken’s plan would receive “Level 2” review.
Coles stated that she has not had any conversations with Mayor Zimmer after the May 9, 2013 meeting, but has communicated with Marks and Wynn. Coles stated that she has never received direction to stop assisting Hoboken.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Comella Interview Memorandum

On January 17, 2014, Maria Comella was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. Comella was not represented by counsel during the interview. All information contained herein was provided by Comella or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Comella has not read or reviewed the memorandum and has not adopted or approved its contents.

Southwell began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Comella refrain from discussing the investigation and interview with others per Gibson Dunn protocol. Comella stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Comella attended George Washington University in Washington, DC. During college, Comella worked in various positions on Capitol Hill with a focus on trade and budget issues. Comella served as New Hampshire’s Communications Director for Bush-Cheney 2004 and then as Communications Director in 2006 for Congressman Jim Nussle, Iowa’s gubernatorial candidate. Comella also served as Mayor Rudy Giuliani’s Deputy Communications Director during the 2008 presidential campaign, where she managed a 20-person staff and served as spokesperson for the campaign.]

Comella joined Governor Chris Christie’s gubernatorial campaign in 2009 as a consultant. In this role, Comella was responsible for directing communication efforts for the campaign.

Upon Governor Christie’s election, Comella joined the transition team and then was hired in her current role as Deputy Chief of Staff for Communications and Planning upon the Governor’s inauguration in January 2010.
A. Role and Responsibilities

As Deputy Chief of Staff for Communications and Planning, Comella said that she is responsible for managing Governor Christie’s strategic communications calendar. In this role, Comella said that she works with the Policy Office to determine agenda items of focus, and assists with developing these agenda items effectively. Comella stated that she then determines how to communicate the agenda items in part through the various commissioners and departments.

Comella said that the “planning” element of her role means that she works closely with the Policy and Chief Counsel’s Offices as they develop legislation to hone in on two to three issues that will be the focus from a public standpoint, and then defines the Governor’s agenda accordingly for the press. Comella said that, once she has a sense of the key issues that will be important to the public, she can decide how to arrange the Governor’s calendar from a media standpoint.

The Communications office puts out the Governor’s public schedule in advance, and updates the schedule to advise of any changes. Comella did not believe the schedule is available online, but said the Communications office keeps all of the Governor’s schedules on file.

Comella said that she currently reports directly to the Governor’s Chief of Staff, Kevin O’Dowd, and prior to O’Dowd, she reported to his predecessor, Rich Bagger. Comella said that Press Secretary Michael Drewniak reports to Comella as a technical matter, but does, however, interact directly with the Governor and many others in the State House due to his relationships with them.

Comella described the nature of her interactions with O’Dowd as “free flowing” and “being in the loop at the same time.” In practice, she showed O’Dowd the communications calendar and bounced things off him, but she did not seek his approval regarding press communications. She described O’Dowd as being “hands off” in terms of communications, and considered the decisions to be her own decisions, unless she needed to elevate a decision to the Governor.

Due to the nature of her job, Comella said that she frequently interacts directly with the Governor to discuss the Governor’s communications calendar. They would also have a conversation anytime something significant or sensitive was breaking. Comella decided which issues rise to a level requiring her to interact directly with the Governor, but considered these to be mostly “big picture” things.

Comella did not frequently interact with Chief Counsel Charles McKenna. If she needed to coordinate with the Chief Counsel’s Office her interaction was mainly with Deputy Counsel
Paul Matey, who worked more on the legislative side. Comella interacted with Matey in person and via email and telephone; by contrast, when Comella interacted with McKenna it typically was in person and rarely by phone. Email communications with McKenna were rare unless McKenna was part of a broader email between senior staff about approving press releases.

Comella had infrequent direct involvement with the deputies in the Authorities Unit, except during senior staff meetings.

**B. Interactions with the Port Authority**

Comella said that she interacts with the Port Authority infrequently unless there are scheduling issues. If she needed to contact the Port Authority she would have contact with its senior staff or Port Authority Chairman David Samson. She probably interacted directly with Chairman Samson more than anyone else, typically calling to resolve scheduling issues that involve both Chairman Samson and the Governor for a Port Authority event. Occasionally, she interacted directly with former Deputy Executive Director Bill Baroni, again, mainly on scheduling issues. Both Baroni and Comella attended George Washington University and had the same professor, and Comella engaged in friendly conversations with Baroni from time to time about their former professor and alma mater. Comella is not typically involved in Port Authority press statements. There may have been a time when she was involved with Port Authority press statements, but for the most part she did not get involved.

**C. Interactions with the Office of Legislative and Intergovernmental Affairs**

Comella said that she has no regular direct interaction IGA. She stated her interactions with IGA are confined to developing public events, such as town halls, and event logistics. Comella interacted first with Bill Stepien when he was in charge of IGA, and then Bridget Kelly when she succeeded Stepien in that role.

**II. Chronology of the George Washington Bridge Events**

**A. Spring 2013**

Comella had no knowledge of any efforts to obtain the endorsement of the Fort Lee Mayor in spring 2013. She generally had no knowledge of the political side of the campaign in spring 2013. Her only knowledge of campaign staffers’ solicitation of endorsements came from press releases about endorsements obtained by the campaign.

Comella would often direct reporters to the campaign communications staff in the event she received inquiries that were political in nature.
B. August 2013

Comella had no knowledge of Kelly and David Wildstein’s discussions in August about Fort Lee traffic.

Comella did not recall anything specific occurring in the office around August 13, 2013, although she recalled, after having recently reviewed her calendar from the time, that around August 13, 2013 she had unrelated conversations with David Samson, and possibly Bill Baroni, concerning trying to coordinate schedules for a transit-related groundbreaking ceremony. Comella recalled Samson ultimately saying that it was OK for the event to occur without him, so Comella scheduled the groundbreaking for August 16, 2013. Comella recalled that the Governor attended, but Samson did not.


Comella had no knowledge of the lane realignment on the George Washington Bridge before or while it was happening.

1. 9/11 Memorial Event

Comella recalled the 9/11 event was a “usual” event for the Governor to attend. The Governor’s Office did not need to send a communications staffer because of the nature of the event, so while Comella knew of the event happening, she did not attend.

She had no knowledge of whether the Governor spoke with Samson, Baroni or Wildstein during the 9/11 event. Comella noted that she expected Samson would have been at the event, based on his attendance in past years.

2. Patrick Foye’s Email

Comella did not specifically recall when she became aware of Patrick Foye’s September 13, 2013 email to Baroni. She speculated that Drewniak may have forwarded the email to her and Colin Reed, but she cannot specifically recall. She recalled being preoccupied with the boardwalk fire in Seaside, New Jersey. Comella was involved in pulling together a press briefing; she then accompanied the Governor to Seaside. She also recalled that the Communications office was prepping for several interviews for a CBS Sunday Morning profile. She recalled the Governor did one of multiple interviews on September 10 because she remembered a conversation with the Governor after the 9/11 memorial event during which they discussed how the CBS interview went the day before.
D. October 1, 2013 Wall Street Journal Article

Comella was not certain if she knew that the October 1, 2013 Wall Street Journal article was coming out before it was published. At some point, Comella had a vague recollection that Drewniak came to her office worked up, to say reporters were inquiring about Fort Lee traffic lanes. Comella recalled then having a brief conversation with O’Dowd to ask if O’Dowd knew anything about traffic lanes in Fort Lee; O’Dowd responded that he did not know what Drewniak was talking about. Comella recalled going back to Drewniak to tell him this was something the Port Authority needed to handle, and that she did not know why the Governor’s Office would get involved in Port Authority decisions to close lanes. Comella did not recall whether these conversations occurred prior to the October 1, 2013 Wall Street Journal article coming out or after it came out, but believes the conversations related to this article. Comella commented that this was a typical discussion concerning incoming press inquiries, although she recalled that Drewniak was somewhat anxious about the incoming inquiries, which was also not unusual given the intensity of the job, Drewniak’s personality, and his particular focus on Port Authority issues. Comella did not recall Drewniak saying he had asked other people about the article, or saying whether he had asked Kelly about it.

Comella commented that the lane realignment issue and press inquiries were coming up in October just before the election. Her view all along was that, as they were being told by the Port Authority, this was a Port Authority traffic study, and any political rumblings were to be expected because the Governor was in the midst of a reelection campaign. From a communications standpoint, Comella did not think the Governor’s Office should take the bait by commenting on the story, and that remained her view through the election.

Comella did not recall any conversations with Baroni about the lane realignment issue, but she vaguely recalled a non-substantive conversation with Baroni essentially telling him the press stories were not a big deal, that they would run their course, and that the Democrats were simply making “political hay” out of the whole situation.

Comella did not recall bringing the October 1 Wall Street Journal article up with the Governor, or his bringing it up with her.

E. November 25, 2013 – Baroni’s Testimony

Comella was aware that the hearing of the Assembly Transportation Committee on November 25, 2013, was happening from press reports, but she did not review any of the statements in advance or monitor the testimony. She read excerpts in the news because she thought the Governor might be asked questions about it, and she needed to be prepared to brief him on it.
Comella did not have any specific memory of speaking to Baroni about his November 25 testimony.

F. December 2, 2013 – Press Conference

Comella did not really recall the December 2, 2013 press conference. She did recall that the issue of whether the lane realignment was politically motivated was something to be prepared for. Comella ran through possible questions on the issue with the Governor and his responses.

G. December 6, 2013 – Wildstein’s Resignation

Comella did not recall if she was aware of Wildstein’s resignation before it happened, but she recalled Drewniak forwarded her the Governor’s Office’s official response to the resignation as an “FYI” after Drewniak got the Governor’s approval regarding the statement. Drewniak handled that press comment because Drewniak was often involved in Port Authority issues.

Comella thought that Wildstein would be resigning because of rumblings she heard from others’ conversations, but she was not involved in conversations about the timing of his resignation or how it would be handled.

H. December 9, 2013 – Wisniewski Committee Hearing

Comella felt the legislative and press attention on the Fort Lee lane realignment “escalating” around the time of the December 9, 2013 Assembly hearing. Comella was concerned that Baroni and Wildstein were distractions to the important policy agenda the Governor was pursuing. The press corps was focused on the December 9 hearing, but Comella was not overly concerned about it from a press standpoint at the time.

I. December 12, 2013

Comella recalled that on December 12, 2013, she heard from Deb Gramiccioni in passing that Baroni believed Kelly and perhaps Stepien knew something about the lane realignment. Gramiccioni told Comella that she was going to mention this information to O’Dowd and McKenna.

J. December 13, 2013

1. Senior Staff Meeting

Comella recalled the senior staff meeting with the Governor an hour or two before the press conference on December 13, 2013. In that meeting, Governor Christie sternly instructed the assembled group that if anyone had any information about the lane realignment, they needed
to come forward in the next hour and communicate that information to O’Dowd or McKenna. Comella recalled the Governor making the point that he was about to go out and face the press corps and needed to know if anyone knew anything.

Comella did not discuss the lane realignment issue with McKenna or O’Dowd before or after the meeting, but she recalled having a conversation with O’Dowd about it at some point prior in which it was clear she knew nothing about the issue.

Shortly after the senior staff meeting with the Governor, Comella recalled Drewniak coming to her office. Comella was aware, having heard from Colin Reed, that Drewniak had been anxious about the lane realignment issue and had been gossiping about it, which he was prone to do. When Drewniak came to her office, Comella recalled telling Drewniak that if he had any information, he should talk to O’Dowd or McKenna, and Drewniak responded that he had already talked to them.

2. Press Conference

Comella did not recall when she became aware of Baroni resigning and Gramiccioni taking his place. She had been aware before then that Baroni was not staying for the second term and also had been aware that Gramiccioni was slated to fill his role.

After the December 13 press conference, the Governor did not have a public schedule for the next two weeks due to the holidays. During the last two weeks of the year, the Communications team was working on what items they would focus on in the new year. Comella went home to Albany for the holidays.

K. January 8, 2014

1. Kelly’s Emails Revealed in The Bergen Record

Comella had decided to stay home on January 8, 2014, because she had an afternoon meeting in New York City. That morning, between 8:30 and 9:00 a.m., Comella received a call from Kelly. Kelly had called Comella several times while Comella was on another call before Comella picked up Kelly’s call. On the call, Kelly seemed frantic, saying that Kelly did not know what to do. She had been contacted by a reporter asking for comment. Comella recalled Kelly saying that the reporter told her that he was going with a story and it included an email from Kelly. Comella further recalled Kelly saying that the reporter said it was going to be a big story and asked if Kelly wanted to comment. Comella asked, but Kelly did not know who the reporter was or who the source was. Kelly kept apologizing to Comella—at one point saying, “I’m so sorry Maria”—and was clearly emotional. Kelly said she had tried to call Drewniak first but had not been able to reach him. Kelly added that she had been on a conference call when she
got the reporter’s call on the other line. Kelly had thought the call was related to her children so she answered.

Comella told Kelly to stay where she was and that she would call her back, and then Comella called Drewniak to tell him to get in touch with the reporter and get a sense of the story. She then called O’Dowd and was on the phone with him when the first blurb went up online.

Comella then called the Governor, and they read the story online together and saw the emails. The Governor asked Comella what he should do, and she responded that she thought he had little choice, based on the previous press conference, other than to be firm in his response. Comella cancelled the Governor’s 11:00 a.m. public event. She proceeded to leave her home to go into the office.

On her way out the door, Comella got a call from Bill Stepien, who had been calling her while she was on other calls. Comella recalled that it seemed he had not read the whole story and that he seemed calm, indicating something like there was always a possibility of an email with Kelly like what was released. Comella recalled he volunteered that he had looked through his emails and did not have anything. Comella then told Stepien that if he read the story, he would see there were emails from him too. Comella said that she has had no further conversations with Stepien since that quick call.

Comella then called back O’Dowd to let him know about her conversation with the Governor.

Comella then called Kelly back. Kelly sounded like she had been crying. She asked Comella to tell her what to do, and Comella told her not to come to the office and that they would call her when they had a better handle on the situation. Kelly apologized again, saying “I’m so sorry.” Comella said that she has not spoken to Kelly since.

2. Meeting at Drumthwacket

Comella then went directly to Drumthwacket where there was a gathering of senior advisors. She recalled there being a lot of shock directed toward Kelly and Stepien, and a lot of speculation as to why this had happened. There was a lot of “we don’t understand or get it.” The topic of a possible personal relationship between Kelly and Stepien might have come up, but no one that Comella spoke to that day definitively knew whether they actually had a personal relationship. There was discussion about whether Stepien had been involved and had been honest. Comella recalled at one point Mike DuHaime reporting on a conversation he had with Stepien. Specifically, Comella recalled that DuHaime reported that Stepien thought they were overreacting to the story and that he had nothing to do with realigning the lanes for political retribution.
During this lengthy gathering, at one point O’Dowd said that Kelly needed to be terminated. At an earlier point in the gathering, Comella had the same conversation with the Governor. She expressed her sense that based on the firmness of the Governor’s statements on December 13, 2013—first, in directing his staff to tell him everything, and then holding the press conference where he reiterated that his staff had not been involved—the Governor had no choice but to fire Kelly and disassociate from Stepien.

L. January 9, 2014 – Press Conference

Comella decided that the Governor needed to have a press conference to communicate everything “all at once.” Comella prepared talking points for the first part of the press conference, then opened the rest of the press conference for free-flowing questions, in order to exhaust the press inquiries.

III. Document Retention Notices

Comella received the document retention notices and is in compliance with them.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Constable Interview Memorandum

On January 25, 2014, and February 9, 2014, Richard Constable was interviewed by Randy M. Mastro, Alexander H. Southwell, Reed Brodsky and/or Sarah Vacchiano of Gibson Dunn. Constable was represented by Brian Neary of the Law Offices of Brian J. Neary. All information contained herein was provided by Constable or as indicated. Constable has not read or reviewed the memorandum and has not adopted or approved its contents. Mastro began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Constable refrain from discussing the investigation and interview with others. Constable stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Constable grew up in East Orange, New Jersey. He attended Seton Hall Preparatory School for high school. In 1994, Constable graduated from the University of Michigan. In 1997, Constable graduated with a law degree and a Master’s degree in Public Administration from the University of Pennsylvania. Constable completed both graduate degrees in three years.

Constable clerked for one year for Justice Alan C. Page of the Minnesota Supreme Court, and then worked as a litigation associate at Sullivan & Cromwell in New York, New York for four years. At Sullivan & Cromwell, Constable worked on matters handled by several litigation practice groups, including securities and employment litigation.
On or about February 14, 2002, then-U.S. Attorney Christie hired Constable as an Assistant U.S. Attorney. Other than when Christie interviewed Constable, Constable did not previously know Christie. Constable started at the U.S. Attorney’s Office on or about June 16, 2002 and worked as a federal prosecutor for eight years, over four of which were in the Public Corruption Unit. During his tenure in the U.S. Attorney’s Office, Constable tried ten cases; he won eight of the ten cases he tried, and the last five cases were public corruption cases involving bribery and extortion. As an Assistant U.S. Attorney, Constable oversaw hundreds of investigations.

In 2010, Governor Christie asked Constable to join the Administration. Constable recalled the Governor told Constable he wanted to bring former prosecutors into the Administration to turn Trenton upside down. Constable considered the Governor to be more than a boss – he also considers the Governor to be a friend. Politically speaking, Constable is a registered Democrat. Constable was President of the College Democrats at the University of Michigan.

Prior to joining the Christie Administration, Constable recalled there was talk among the Governor and the public about Constable becoming the Essex County prosecutor. County prosecutors are required to be barred in New Jersey and Constable was only barred in New York at that time. After speaking with the Governor in 2009, Constable studied and sat for the New Jersey bar in February 2010. Four days after sitting for the New Jersey bar, Constable started as the Deputy Commissioner for Labor. His goal at that time was to get management experience and then become the Essex County prosecutor.

In the summer of 2010, Constable learned that he would have to be barred in New Jersey for at least five years before becoming eligible to be a county prosecutor—which meant that Constable could not become the Essex County prosecutor until 2015. In late October 2010, the Governor called Constable to tell him that the Commissioner of Department of Community Affairs (“DCA”), Lori Grifa, was leaving DCA and the Governor wanted Constable to be the next DCA Commissioner. Constable considered this to be a prominent, cabinet-level position in the Administration with a broad agenda involving municipal issues. Constable became acting Commissioner on or about January 1, 2012, and he was confirmed by the New Jersey State Senate on June 23, 2012 (Constable recalled his confirmation happened prior to his 39th birthday). The Governor swore Constable in during an impromptu swearing in at the Governor’s Office.

A. Role and Responsibilities

The DCA provides administrative guidance, technical assistance, and financial support to five hundred and sixty-five municipalities throughout the state of New Jersey. DCA has 1200 employees and a multi-billion dollar budget (the bulk of the money is federal, not state, dollars. Constable stated that the state portion is less than $500 million).
As DCA Commissioner, Constable has four direct reports:

1. Deputy Commissioner, Charles Richman;
2. Assistant Commissioner in Charge of Housing, Ana Montero;
3. Assistant Commissioner for Sandy Recovery, Stacy Bonnafoons; and
4. Chief of Staff, Paul Macchia.

Tom Neff, Director of the Division of Local Government Services, also reports directly to Constable. Neff’s division oversees municipal finance, and every single budget has to be approved by DCA on a three-year cycle. State aid given out on an annual basis falls within the purview of the Division of Local Government Services.

[DCA’s Division of Housing and Community Resources is responsible for affordable housing, including Section 8 low-income housing, and the Sandy Recovery Division manages federal funds to assist with Hurricane Sandy.

DCA is primarily responsible for affordable housing matters, including Section 8 low-income housing, and federal tax credits for municipal development projects. DCA administers multiple streams of federal aid relating to housing, community development, and municipalities. DCA is not involved in commercial economic development, so unless an economic development program has an affordable housing component in it, DCA is not involved.]

II. Superstorm Sandy Aid

After Superstorm Sandy hit on October 29, 2012, and before Christmas 2012, Constable and DCA Deputy Commissioner Charles Richman met with HUD Secretary Shaun Donovan to discuss the allocation of federal aid to help New Jersey recover from a housing standpoint. Secretary Donovan told Constable and Richman that the federal government would be making billions of recovery dollars available within the next few weeks, but DCA would be required to draft an action plan that needed federal government approval before New Jersey could access the relief funds.

A. Community Development Block Grant Disaster Recovery Assistance

HUD administers the Community Development Block Grant Program ("CDBG"). This program provides annual grants to communities to ensure affordable housing, provide services to vulnerable populations, and create jobs. DCA receives CDBG dollars on an annual basis.

Following a natural disaster, HUD separately allocates Community Development Block Grant – Disaster Recovery ("CDBG-DR") dollars to assist states that have been
severely impacted by a natural disaster. When HUD allocated money through the Sandy disaster recovery program, DCA’s annual budget increased from less than $200 million to almost $2 billion. There are multiple streams of Sandy-related CDBG-DR funding, but DCA is only involved in the funding stream for housing.

B. CDBG-DR Action Plan

In late January 2013, DCA was informed that it would be receiving $1.8 billion to allocate to businesses, housing, and community development. Of the $1.829 billion allocation that DCA received, DCA ultimately allocated approximately half a billion dollars to the New Jersey Economic Development Authority (“EDA”) via a Memorandum of Understanding between DCA and EDA.

In February 2013, a federal notice was released with the exact amount of Sandy recovery funds allocated to DCA ($1.829 billion). The notice included the directions and restrictions DCA had to abide by to receive the allocation, and included a directive that HUD audit DCA to ensure required policies and procedures were in place.

Constable led the process by which DCA designed programs for submission of the CDBG Action Plan focusing on “unmet needs,” meaning financial needs not satisfied by other public or private funding sources like private insurance, FEMA, or Small Business Administration disaster loans.

CDBG-DR funds are allocated directly to individuals (not block allocations to communities). Early in the process, Constable traveled to New Orleans to meet with city and state counterparts, as well as the New Orleans Mayor’s Chief of Staff, to get advice on how to design, and ultimately oversee, DCA’s Sandy recovery program. Constable also requested via the Emergency Management Assistance Compact (“EMAC”) that another state’s expert in disaster relief be embedded in DCA and directly advise Constable on how to structure the relief allocations. EMAC sent Bonnaffons, the chief of staff to Constable’s counterpart in Louisiana, to work with DCA in New Jersey. Bonnaffons was ultimately hired permanently as DCA Assistant Commissioner in charge of Sandy recovery.

DCA designed 17 programs under the CDBG-DR Action Plan, which was preliminarily issued in draft form and then made available for notice and comment, enabling anyone in New Jersey with an interest in how the funds were dedicated to have input. Constable recalled receiving hundreds of comments from elected officials, individuals, and stakeholder/advocacy groups, which comments were ultimately incorporated into the draft Action Plan. The Action Plan was sent to HUD and lightly edited by both the federal government and Secretary Donovan prior to final submission to, and approval by, the federal government. The Action Plan was approved by the federal government on April 29, 2013.
Ultimately, the overwhelming majority of funds in the Action Plan went directly to individuals or businesses, with a small portion dedicated to municipalities or communities. Constable recalled approximately $110 million was earmarked for communities in general, which was broken down into two tranches of approximately $50 million and approximately $60 million each. The approximately $50 million tranche was designated for a Public Assistance Program used to provide critical funding support to municipalities by helping to subsidize the “local match” for FEMA Public Assistance projects. The approximately $60 million tranche was in the form of a reimbursement allocation for municipalities to be reimbursed for recovery projects.

C. **CDBG Essential Services Grant Program**

DCA allocated approximately $60 million to a HUD-approved Essential Services Grants Program to enable local municipalities to provide essential services that were adversely impacted by Hurricane Sandy. The Program contemplates a process whereby municipalities can apply for the grant through an open and notorious process based on demonstrating that a municipality’s 1% rateable base was lost as a result of Hurricane Sandy. Constable is almost positive that Hoboken did not apply for funding through the Essential Services Grant Program because it did not meet the eligibility requirements. Further to this point, each of the programs required the applicant (1) to demonstrate that they met the threshold criteria for that particular program, and (2) make the fiscal case for how much money was needed. The eligibility and allocations of the programs were overseen by Tom Neff; Constable does not recall having anything to do with the formula or any role in the decision-making process. There are publicly available press releases on the breakdown of funds allocated through each program in the Action Plan.

D. **Planning Grants**

The Action Plan allowed for five percent of funds to be used for administrative matters. Constable recalled the draft Action Plan was complete in February or March 2013, and then at some subsequent point during the spring and summer, DCA announced it would be allocating “planning grants” to municipalities so they could plan ahead for natural disasters. The planning grants were not part of the 17 programs but, instead, included under administrative dollars. All municipalities impacted to a certain damage threshold by Sandy could apply, and according to Constable, of the thirty to forty municipalities that have applied for a planning grant to date, every single municipality has received money. Constable ranked Toms River, New Jersey, as receiving the largest planning grant (approximately $300,000), and recalled that Hoboken was allocated approximately $200,000, the fourth largest grant to any New Jersey municipality.
E. Homeowner Grant Program

Constable explained that every grant program requires the applicant to register for FEMA within the first six months of the disaster (prior to state involvement) and then use the FEMA threshold definition of “major damage,” which is defined as at least $8,000 worth of damage, to apply for a homeowner grant. If a homeowner has experienced “major damage” or “severe damage” (greater than $8,000), the applicant may be eligible for two homeowner grant programs under the DCA Action Plan: the homeowner resettlement grants and RREM grants.

1. Homeowner Resettlement Program

Bonnaffons oversees the Homeowner Resettlement Program. According to Constable, of the 22,000 homeowners who applied statewide, 18,000 applicants were eligible. Because DCA received additional funding from HUD, it was in a position to fund every settlement request.

Constable added that between approximately 100 to 200 individuals in Hoboken were eligible for the $10,000 resettlement grants.

2. Reconstruction, Rehabilitation, Elevation and Mitigation Grant Program (“RREM”)

Constable stated that approximately 15,000 applicants statewide applied for RREM grants, and approximately 12,000 were deemed eligible. Due to funding constraints, DCA was only able to offer RREM grants to approximately 4,000 applicants. Allocations were based on a random lottery system that allocated funds to eligible applicants. The remaining eligible applicants were added to a waitlist.

According to Constable, approximately forty Hoboken RREM applications were deemed eligible/pre-funded, and approximately $6 million in funds was allocated to Hoboken residents under the RREM grant program.

Constable clarified that RREM funding is allocated on an individual basis (not by municipality), but DCA tracks each applicant’s municipality so it knows how many residents from each municipality have received some form of Sandy aid. Constable has no power to move Hoboken’s residents higher or lower on a list of eligible applicants. According to Constable, the formula for who is eligible is set and cannot change.
F. Non-DCA Grants

Outside of DCA, there are other grant programs administered by other state agencies, including the Economic Development Authority and the Office of Emergency Management.

1. Economic Development Authority

The EDA grant program is under the purview of Michele Brown. As far as Constable understands, the EDA grant program is under-subscribed, and so every eligible applicant for EDA grants receives funding. Constable is not involved in administering EDA grants.

2. Office of Emergency Management

The Office of Emergency Management (“OEM”) oversees the Hazard Mitigation Grant Program (“HMGP”). Bob Martin, Commissioner for the Department of Environmental Protection (“DEP”), oversees HMGP funding. According to Constable, this fund is significantly smaller than DCA funds. Constable is not involved in administering HMGP grants.

G. Post-Action Plan Approval

It took the federal government approximately sixty days after Hurricane Sandy hit to approve Sandy relief aid, whereas post-Katrina funds were approved by Congress only approximately ten days after Hurricane Katrina. Once Constable completed the DCA Action Plan and secured its approval, he focused on the next major hurdle: finalizing DCA’s ability to draw down on the approximately $1.8 billion in Hurricane Sandy aid DCA was allocated in order to execute the seventeen relief programs. Constable was required to submit signed paperwork to give the state of New Jersey access to the federal funds. The final Action Plan was approved by the federal government on April 29, 2013. Therefore, from a timing perspective, the Action Plan was finalized with seventeen programs by April 29, 2013 and the DCA’s flow of funds had no flexibility after that point in time.

Constable stated that no one politically pressured anyone in state government to make allocations. No one in the Governor’s Office requested an allocation as a favor to the Governor, or ever tied Sandy aid to a particular development project.

III. Chronology of Constable’s Interactions with Mayor Dawn Zimmer

A. June 29, 2012

Constable was introduced to Mayor Zimmer on or about June 29, 2012, six months into his tenure as DCA Commissioner. The meeting was memorialized on his calendar. In
general, he did not have a lot of interactions with Mayor Zimmer, and to the extent he interacted with her, the meeting would likely be reflected on his calendar.

Based on his calendar, Constable believes the meeting took place at the State House in Trenton, NJ. The meeting was set up by the Governor’s Office to discuss the Hoboken Housing Authority. Tim Cunningham also attended. Constable did not remember the substance of the meeting.

B. August 2012

Mayor Zimmer sent Constable an email at some point in or about August 2012 related to a construction code official who was having an issue with a construction code license. Constable explained that DCA is responsible for code enforcement issues for New Jersey. Constable forwarded the email to Ed Smith (Director of Code Enforcement) and Paul Macchia (Constable’s Chief of Staff) asking them both to look into the issue.

C. November 1 or 2, 2012

Immediately following Hurricane Sandy, Constable contacted mayors to see if their municipalities needed assistance from DCA’s code official personnel. In addition to other mayors impacted by Hurricane Sandy, Constable phoned Mayor Zimmer to let her know that DCA could deploy fire and code personnel to assist. Constable believed he spoke to Mayor Zimmer, but is not sure.

D. January 3, 2013

On or about January 3, 2013, Mayor Zimmer sent an email to Neff, copying Constable, about a temporary budget matter. Constable was also copied on Neff’s response to Mayor Zimmer’s budget question.

E. February 25, 2013

On or about February 25, 2013, Constable received an email from Christina Renna in the Governor’s Intergovernmental Affairs office stating, among other things, that the Governor met with Mayor Zimmer the previous week, and that the Governor wanted Constable and Martin to meet with Mayor Zimmer to discuss economic development in Hoboken. Renna’s email said “see attached link.” Constable recalled the link was to an article about flooding in Hoboken, flood walls, and flood gates.

Constable stated that the flooding issue was entirely within DEP Commissioner Bob Martin’s responsibility. Upon receiving the email, Constable asked his secretary to schedule
the meeting. Constable recalled the meeting was originally scheduled for March 6, but ended up taking place on March 5.

F. March 5, 2013

The meeting with Mayor Zimmer, Martin, and Constable took place on March 5, 2013, at the State House in Trenton, NJ. Constable attended because the Governor requested that he attend. Constable has never discussed the meeting with the Governor.

Constable did not remember the March 5, 2013 meeting until he went through his notes. Constable recalled the attendees were Mayor Zimmer, Martin, and others from Martin’s staff. Constable attended the meeting without any DCA staff members. His only clear recollection of the meeting is that Mayor Zimmer arrived with a big map. Mayor Zimmer said that flooding in Hoboken was creating a bowl and there was a need to erect flood walls. Constable did not recall the subjects of municipal aid or affordable housing being discussed at the meeting.

During this meeting, Mayor Zimmer brought up the Hoboken flood mitigation plan designed by the Rockefeller Group. Constable did not remember any substantive discussion about the Rockefeller Group and only remembered that the name Rockefeller was mentioned by Mayor Zimmer and that it was also pursuing some kind of development project in Hoboken.

Following Constable’s March 5, 2013 meeting with Mayor Zimmer and DEP, Martin subsequently joked about the irony of Mayor Zimmer talking about development—suggesting something along the lines of, in a joking manner, Mayor Zimmer was part of the “Birkenstock” crowd of folks typically not in favor of development. [Commissioner Martin did not recall using those words.] Constable said this exchange had no significance to him at the time. Constable had not discussed the development issue with the Governor or anyone else at this time.

G. April 23, 2013

Constable, Martin, and Ferzan were copied on an April 23, 2013 letter from Mayor Zimmer to the Governor discussing flood pumps in Hoboken. Constable said when he saw the document was about flood pumps, he did not continue reading the email.

Martin responded to Mayor Zimmer’s email on April 25, 2013. Constable was copied on the response. Constable did not remember reading Martin’s response to Mayor Zimmer’s letter at the time; he was focused on doing everything in his power to get the CDBG Action Plan approved. The approval was granted four days later, on or about April
29, 2013, and up until that point Constable was working eighteen-hour days to get the relief programs up and running.

H. May 16, 2013 – NJTV Superstorm Sandy: A Live Town Hall

Constable recalled that Michael Schneider, Managing Editor and Anchor for New Jersey public television’s NJTV News program, contacted DCA to ask if Constable would be a panelist on NJTV’s upcoming live town hall event discussing Hurricane Sandy on May 16, 2013. Constable agreed to participate. On or about May 13, 2013, Constable received an email briefing the participants on the logistics and schedule for the town hall event, including a list of confirmed participants.

The live TV town hall took place on May 16 at Monmouth University. Monmouth County was among the hardest hit counties by Superstorm Sandy. The event was an interactive event with a live audience and questions posed from the public. Schneider served as the moderator between the New York and New Jersey studios.

Constable recalled that, upon arrival, he went to the “green room” with nine other participants and staff. Constable attended the event with Arif Welcher, Constable’s Deputy Chief of Staff. Constable did not recall Mayor Zimmer present when he was in the green room. The panelists took turns having makeup applied for television prior to the event.

Constable recalled visiting the restroom to review his notes. When he returned from the restroom, he was ushered out to his assigned seat on stage. The crew assisted by straightening the panelists’ jackets and adjusting their microphones.

The nine panelists were seated onstage in close proximity. Constable recalled observing Schneider rehearse his lines approximately six feet in front of the panelists. Constable estimated that there were approximately two hundred to three hundred people in the audience looking directly at the panelists.

New Jersey pollster Patrick Murray was seated directly to Constable’s right, and Mayor Zimmer was seated to Constable’s left. Belmar Mayor Matt Doherty was seated to Mayor Zimmer’s left, at the end of the row. Prior to the start of the event, Constable recalled making small talk with Murray and asked how polling was going for the Governor. At one point, Constable realized he had his mobile phone, so he asked Welcher to take it prior to the start of the live town hall show.

While waiting, Constable reviewed his notes. At some point, he recalled turning toward Mayor Zimmer and Mayor Doherty to ask how things were in going. Constable recalled generally that his conversation with Mayor Zimmer lasted about one minute or so. Constable recalled in general making plesantries with Mayor Zimmer. He did not recall
what words he used, but his general practice was to ask all mayors—like Mayor Zimmer—how things were going in their municipality.

Constable did not recall Mayor Zimmer’s specific response. At some point, Constable recalled that Mayor Zimmer said something about moving forward with the Rockefeller project. Constable believed she used the word Rockefeller, but was not sure. In response, Constable recalled generally saying something to the effect that he did not think she was in favor of commercial development. Constable recalled generally that Mayor Zimmer responded that she was in favor of commercial development in Hoboken.

Constable recalled that he offered to set up a meeting with Tony Marchetta, the Executive Director of the NJ Housing and Mortgage Finance Agency, and Michele Brown, the head of the Economic Development Authority, to discuss commercial development in Hoboken. Mayor Zimmer replied something along the lines of that would be great. Constable recalled that the conversation ended at that point or shortly thereafter.

Mayor Zimmer did not follow up with Constable to seek a meeting with Marchetta and/or Brown. Constable routinely offered to facilitate meetings for mayors, and mayors generally followed up if interested.

This conversation did not have much meaning or significance to Constable at that time or since, and until Mayor Zimmer made her allegations. Constable did not talk to anyone about his conversation with Mayor Zimmer on May 16, 2013, or at any time thereafter until he learned about Mayor Zimmer’s allegations.

When he first learned about Mayor Zimmer’s allegations, Constable did not recall his conversation with Mayor Zimmer on May 16, 2013 at all. Constable’s recollection was refreshed by reviewing the portions of Mayor Zimmer’s handwritten notebook publicized by the media, and he said he is sure he did not say the things attributed to him in Mayor Zimmer’s handwritten notebook. They may have discussed other things as well—after all, they were about to go on the air live to discuss Sandy issues—but he did not recall what else they discussed, if anything.

Constable also had the same type of casual conversation with Belmar Mayor Doherty, who was seated on the other side of Mayor Zimmer. Constable did not recall the specifics of the conversation with Mayor Doherty.

By the time Constable participated in NJTV’s live town hall broadcast on Superstorm Sandy, he had submitted to HUD the signed paperwork enabling DCA to access the relief funds, and was aware that DCA would be able to start drawing down on the funds to help victims around May 24, 2013.
During the Town Hall meeting, Schneider asked where do we go from here? Constable responded that New Jersey was in a good place because federal monies were finally starting to flow. That was a reference to the fact that help was on the way from the federal government; New Jersey was finally going to be able to move forward and draw down on the $1.8 billion allocation. Constable’s answer also specifically referred to homes being rebuilt.

Constable had no recollection of interacting with Mayor Zimmer after the show ended. A line formed to ask Constable questions, and Constable answered questions from the public until he left in his car. He walked out of the studio to his car with people from the audience.

During the live taping of the show, Constable did not recollect talking to any panelists during breaks and/or speaking off-camera.

I. June 14, 2013

In order to roll out the grant programs, DCA opened Housing Recovery Centers where people could sit and apply for the programs in nine of the most severely impacted counties. To raise awareness among residents about the Housing Recovery Centers, Constable organized press events at each of the centers to educate residents about the centers. On June 14, 2013, Constable attended a press event for a newly-opened center at the Journal Square Transportation Center, a state office building in Jersey City. Mayor Zimmer was invited along with the Jersey City mayor and other mayors from impacted municipalities. Mayor Zimmer attended the press event. Constable recalled having a general discussion during the event with Mayor Zimmer about grant programs.

Constable added that Mayor Zimmer was the only mayor to attend the June 14 press event. Jersey City Mayor Healy had been invited but did not attend. This was Constable’s first interaction with Mayor Zimmer after the May 16, 2013 Live Town Hall. Constable recalled that the tenor of his conversation with Mayor Zimmer at the June 14 press event was cordial.

J. June 17, 2013

On or about June 17, 2013, Mayor Zimmer sent an email to Tom Neff copying Constable, relaying the discussions Mayor Zimmer had with Constable at the June 14 press event about Hoboken’s challenging circumstances. Constable stated that Mayor Zimmer’s email to Neff referenced Hoboken’s budget crisis.
K. June 27, 2013

On or about June 27, 2013, Constable attended a meeting at Mayor Zimmer’s office with Mayor Zimmer, Mayor Zimmer’s Chief of Staff, Rich Rebisz from the Governor’s Intergovernmental Affairs office, and Constable’s Deputy Chief of Staff. This was a standard meeting that Constable attended with mayors to discuss approaching deadlines for resettlement grant and RREM grant applications. Constable explained that the application period was two and a half months; the initial application period ended July 1, 2013, and the purpose of the meeting was to drum up support to get the word out for the last month in the application period.

Constable asked Mayor Zimmer if she utilized social media such as Facebook or Twitter, or Reverse 911 calls to get the word out and let residents know of the application deadline. Constable did not recall showing Mayor Zimmer a list of those who applied for resettlement and RREM grants to date, but he remembered having the statistics and encouraging Mayor Zimmer to get the word out to her residents about approaching application deadlines.

During the conversation, HMGP grants came up. Constable recalled telling Mayor Zimmer that there was an ongoing discussion about whether urban municipalities could use HMGP grants to raise their utilities as mitigation measures. Although Constable was not in charge of hazard mitigation funds, and unfamiliar with the applicable rules and regulations, Constable recalled telling Mayor Zimmer that he supported using such funds to elevate utilities.

L. July 22, 2013

On or about July 22, 2013, Constable recalled following up with Mayor Zimmer by telephone to let her know that HMGP funds could not be used for urban municipalities to raise their utilities. He thought it was important that Mayor Zimmer hear it from him first since they had discussed the issue. Mayor Zimmer did not seem upset. Constable recalled informing Mayor Zimmer that HMGP monies would go to the counties that were in the best position to come up with HMGP best practices. Constable suggested that Mayor Zimmer talk to the county OEM about using HMGP resources.

M. September 2013

In or about September 2013, Constable contacted mayors to work with residents with substantially damaged homes to have local code officials issue a substantial damage letter for grant applications to move forward. Constable does not recall whether he connected with Mayor Zimmer on the phone. DCA staff subsequently sent a letter to Mayor Zimmer and approximately fifty other mayors that included a list of residents lacking substantial damage
letters and asked mayors to help residents get the substantial damage letters issued to move
the applications forward.

N. November 20, 2013

On or about November 20, 2013, Constable’s assistant sent Constable an email
stating that Mayor Zimmer wanted to speak with Constable regarding an urgent issue. Both
Constable and Mayor Zimmer were attending the League of Municipalities Conference at
this time. Constable tried to call Mayor Zimmer twice and was unable to connect with
Mayor Zimmer either time. Constable did not recall what the issue was about.

O. November 25, 2013

On or about November 25, 2013, Constable participated in a stakeholder meeting
with mayors from impacted municipalities (and their respective staff) to discuss advancing
the next CDBG Action Plan. Constable recalled that Lisa Ryan, head of DCA
Communications, took notes on the mayors’ questions and responses during the meeting.
Mayor Zimmer attended. The meeting was held at a NJ Assembly meeting room.

The state participants included Michele Brown, Bob Martin, Jeff Motley (Office of
Emergency Management), and Tom Neff. Ferzan lead the panel discussion with an
accompanying PowerPoint presentation and spoke about the status of the previous Action
Plan. Ferzan’s statements included agencies’ plans for advancing the next Action Plan.
Ferzan welcomed comments and questions from the mayors. Constable does not recall
speaking to Mayor Zimmer during the meeting.

Mayor Zimmer raised the issue of whether HMGP funding by can be used by
municipalities to raise utilities as a mitigation measure; in response, Constable recalled that
Ferzan explained to Mayor Zimmer the reasons why it was precluded by the applicable rules
and regulations.

Constable did not independently recall the topic of Rebuild by Design being
discussed at the meeting; he only recalls it from seeing Ryan’s notes from the meeting.

P. December 11, 2013

On or about December 11, 2013, Constable had a phone conversation with Mayor
Zimmer. Constable stated that he did not recall this conversation and has not found any
emails subsequent to this date that refresh his recollection. Constable stated that he believes
this was the last time he spoke with Mayor Zimmer.
IV. Governor Christie’s Sandy Working Group

Since in or about January 2013, Constable has attended weekly Hurricane Sandy meetings designed specifically to brief the Governor on issues related to Hurricane Sandy recovery. The meetings take place every Wednesday (unless the Governor has a scheduling conflict, in which case the meeting is moved to either Tuesday or Thursday). No meeting is scheduled if the Governor is on vacation. No one tied Sandy aid to politics, a political party, or development projects. There was no discussion of Sandy aid other than based on the merits.

A. Weekly Meeting Attendees

Constable listed the permanent members of the Governor’s Sandy Working Group as the Governor, the Governor’s Chief of Staff, the Governor’s Chief Counsel, Marc Ferzan, Constable, Bob Martin, and Michele Brown. These permanent members attended the meetings every week. Ferzan set the weekly agenda.

Constable said the Governor attended the meetings to listen to the issues and make informed decisions. The Governor’s Chief of Staff and Chief Counsel attend to understand what had been going on.

Constable added that various “special guests” attend the weekly meetings from time to time. These special guests have included:

- Jennifer Velez (Commissioner, Department of Human Services)
- James Simpson (Commissioner, Department of Transportation)
- Mary O’Dowd (Commissioner, Department of Health)
- Harold Wirth (Commissioner, Department of Labor)
- Ken Kobylowski (Commissioner, Department of Banking & Insurance)
- Dr. Allison Blake (Commissioner, Department of Children and Families)
- A member of the Attorney General’s staff (to brief the Governor on easements)

In addition, Constable stated that other meeting attendees have included the Governor’s Deputy Chief of Staff Lou Goetting, who is responsible for the overall state budget; the Treasurer’s Office Chief of Staff, in order to brief procurement issues; members of the Governor’s Policy staff (Deb Gramiccioni attended when she served in the Governor’s Office); the Lieutenant Governor’s Chief of Staff; Maria Comella (the Governor’s Deputy Chief of Staff for Communications and Planning); the Governor’s Director of Operations Rosemary Iannacone; the Governor’s Deputy Chief Counsel Paul Matey; and Terry Brody (Ferzan’s Deputy in the Office of Recovery and Rebuilding).
Constable stated that the meetings lasted one to two depending on the issues that needed briefing. The Governor attended the whole meeting.

**B. Topics of Discussion**

When the Governor’s Sandy Working Group meetings first began, Constable was responsible for briefing the Governor on the DCA Action Plan, DCA’s discussions with the federal government, and other related Action Plan issues, such as proposed allocation amounts for RREM grants. Constable briefed the Governor on the process DCA used to come up with a specific allocation. Constable did not recall ever attending a meeting where Constable did not have an issue to raise with the Governor. Similarly, Constable said that Martin always briefs the Governor on an issue. Constable, Martin, and Ferzan always spoke during the meetings.

Constable recalled that Rebuild by Design (“RBD”), the competition aimed at addressing structural and environmental vulnerabilities uncovered by Hurricane Sandy in affected communities, had been a topic of discussion during the Governor’s Sandy Working Group meeting. As far as Constable was aware, Ferzan has been working on RBD with HUD. Constable does not have any involvement in Rebuild by Design, and the only time he has heard about it is during the Governor’s briefings.

Constable said the Governor has never suggested that Hurricane Sandy aid decisions be made on any basis other than the merits. Constable further said that he has never heard anyone suggest different treatment for Hoboken based on considerations other than the merits.

**V. Constable’s Knowledge of the Rockefeller Development Group**

Constable stated that his only interactions with Lori Grifa have been limited to Grifa’s role as Constable’s predecessor as DCA Commissioner. When Constable’s appointment to DCA was announced on or about November 21, 2011, Constable recalled reaching out to Grifa from on or about November 21 to December 31, 2011 to coordinate briefings with Grifa and DCA staff.

Constable added that early in his tenure as DCA Commissioner, around the first three to four months of 2012, Constable met Grifa for dinner at Pals Cabin, a restaurant in West Orange, NJ. Constable recalled that they did not discuss respective projects they were working on and the topics of discussion were confined to Grifa’s tenure as Constable’s predecessor. They each paid for their own meal.

Since Constable’s dinner with Grifa in early 2012, Constable has seen Grifa at a women’s conference and a NJ State League of Municipalities event. In his capacity as DCA
Commissioner, Constable has never had a meeting with Grifa in which Grifa lobbied on behalf of or represented a client. Constable did not have any recollection of having substantive discussions about a matter Grifa was engaged in, and did not recall having a conversation with Grifa about Hoboken, Mayor Zimmer, the Rockefeller development project, Sandy aid or funding allocations.

Constable knows who David Samson is but only recalled having one conversation with Samson in August 2013 about his future if the Governor were to be reelected. Constable did not recall having any discussions with Samson about Hoboken, Mayor Zimmer, the Rockefeller development project, Sandy aid or funding allocations.

Constable did not know anyone from the Rockefeller Group. Constable has not spoken with Tony Marchetta or Leslie Anderson (NJ Redevelopment Authority) about the Rockefeller development project.

VI. Constable’s Knowledge of the George Washington Bridge Events

Constable did not have any personal knowledge of the Fort Lee lane realignment.

Constable did not know David Wildstein of the Port Authority, and his interactions with Bill Baroni have been limited. In fact, the only time Constable recalled interacting with Bill Baroni of the Port Authority was during a Bruce Springsteen concert in which both Baroni and Constable were guests in the Governor’s suite. Constable has no recollection of engaging in a substantive discussion with Baroni.

Constable has spoken to Bill Stepien in the past but did not recall any discussions about commercial development in Hoboken or the Fort Lee lane realignment.

Constable worked with Bridget Kelly often, but did not recall speaking to Kelly about the Fort Lee lane realignment, Fort Lee Mayor Mark Sokolich, or commercial development in Hoboken. He recalled being told to clear meetings with elected officials through IGA and was told by Kelly not to meet, for example, with Jersey City Mayor Fulop.

Constable did not have any role in the Governor’s reelection campaign. Constable considers himself to be “apolitical” in his role as DCA Commissioner.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Cradic Interview Memorandum

On March 7, 2014, Amy Cradic was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. Cradic was not represented by counsel during the interview. All information contained herein was provided by Cradic or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Cradic has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Cradic refrain from discussing the investigation and interview with others. Cradic stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Cradic attended New York University. She worked for the New Jersey Department of Environmental Protection before joining the Governor’s Office. Cradic was a Senior Policy Advisor before she became Deputy Chief of Staff, Policy and Cabinet Liaison in December 2013.]

II. The George Washington Bridge Events

A. December 2013 Lunch with Deb Gramiccioni and Melissa Orsen

Cradic had lunch with Deb Gramiccioni, Cradic’s predecessor as Deputy Chief of Staff, Policy and Cabinet Liaison, and Melissa Orsen, Chief of Staff to the Lieutenant Governor, on or about December 11 or 12, 2013. During lunch, Gramiccioni relayed a
conversation she had during a recent dinner with Bill Baroni, the former Deputy Executive Director at the Port Authority, in which Baroni alluded to the existence of some emails with Bridget Kelly involving the lane realignment. Cradic specifically recalled that, upon hearing from Gramiccioni what Baroni had told her, both Cradic and Orsen told Gramiccioni that she needed to elevate the information to give others in the Governor’s Office a heads up.

Cradic’s understanding of the information provided by Baroni was that Baroni did not personally have relevant emails, but that he knew about Kelly having emails.

Cradic never had a conversation with Kelly about the lane realignment.

B. December 13 Senior Staff Meeting

Cradic did not attend the December 13 senior staff meeting because she was not yet a member of senior staff at that time. Cradic thinks she assumed the position of Deputy Chief of Staff, Policy and Cabinet Liaison on or around December 30 or December 31, 2013, at which point she became a member of senior staff. However, Cradic was officially announced as Gramiccioni’s replacement as Deputy Chief of Staff, Policy and Cabinet Liaison in a press conference in early December 2013.

III. Superstorm Sandy Aid

A. Interactions with Hoboken Mayor Dawn Zimmer

Cradic was copied on a handful of emails throughout 2013 regarding flooding in which the Rockefeller Group was discussed. Following Hurricane Sandy, Cradic and Kelly were involved in planning flood map rollouts by impacted counties, in coordination with the Federal Emergency Management Agency (“FEMA”). Cradic was integral in planning a February 14, 2013, meeting with mayors from impacted counties and FEMA, and she recalled Marc Ferzan, head of the Governor’s Office of Recovery and Rebuilding (“GORR”), saying that Lori Grifa from Wolff & Samson wanted to attend the meeting.

Cradic further recalled that at some point during the February 14, 2013 mayors/FEMA meeting, Mayor Zimmer started to roll out large maps from what Cradic now understands to be the Rockefeller Group. Cradic offered Mayor Zimmer to step into Cradic’s office, which was adjacent to the meeting conference room, so they could have more space. Mayor Zimmer then laid the maps out on the table in Cradic’s office and the group went through the substance of the maps and Mayor Zimmer’s flood hazard concerns for about ten minutes to a half hour.

After the meeting, Cradic rolled up the maps and brought them to her Policy office colleague Dave Reiner’s office, because Reiner was responsible for development/hazard
mitigation issues in Hoboken. Cradic recalled Reiner scanned and made digital copies of the maps and subsequently copied Cradic on an email that said there would be another meeting with Mayor Zimmer on the issue of flood mitigation in Hoboken. Cradic did not participate in that meeting.

Cradic explained that, as Senior Policy Advisor, her portfolio included environmental land and as such, she was dealing with various flood issues and therefore she was still working on map issues, and Reiner therefore copied Cradic on the emails discussing flooding in Hoboken.

Cradic was never involved in any discussion tying Hurricane Sandy aid to political support or political issues and is not aware of aid ever being tied to political support. As far as mayors were concerned, Cradic believed that the Governor’s Office was bending over backwards to provide as much support as they could to affected municipalities.
On January 21, 2014, and February 15, 2014, Nicole Crifo was interviewed by Alexander H. Southwell, Debra Wong Yang and Sarah Vacchiano of Gibson Dunn. Crifo was not represented by counsel during the interview. All information contained herein was provided by Crifo or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Crifo has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Crifo refrain from discussing the investigation and interview with others. Crifo stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Crifo attended College of the Holy Cross and Rutgers University School of Law. Following law school, she clerked in the Appellate Division before joining Lowenstein Sandler in Roseland, New Jersey.]

Crifo joined the Authorities Unit as Assistant Counsel on or about April 28, 2011. She was promoted to Senior Counsel around July or August 2012. Crifo left the Authorities Unit on or about January 10, 2014, to serve as Deb Gramiccioni’s Chief of Staff at the Port Authority.
A. Role and Responsibilities

The Authorities Unit oversees various independent authorities and serves as the main point of contact between those authorities and the Governor’s Office. While working in the Authorities Unit, Crifo was assigned to oversee various authorities, including the Port Authority and NJ Transit. Overseeing these authorities, Crifo was responsible for reviewing board meeting agenda items, attending committee and board meetings, and recommending whether or not the Governor should veto certain agenda items. She was also responsible for reviewing non-veto items, attending meetings with the various departments, reviewing travel requests over $250.00, and approving hiring or backfill decisions.

B. Reporting Lines

During her tenure at the Authorities Unit, Crifo initially reported to Gramiccioni in her former role as Director of the Authorities Unit. When Gramiccioni left for maternity leave, Dave Reiner became acting Director and Crifo temporarily reported to Reiner. In around February 2012, Regina Egea replaced Gramiccioni as Director of the Authorities Unit. Because Egea is not an attorney, Crifo was promoted to Senior Counsel and became second in command to Egea in the Authorities Unit. Crifo reported to Egea until Crifo left the Authorities Unit in around January 2014.

While at the Authorities Unit, Crifo interacted primarily with the Chief Counsel and Policy offices.

C. Interactions with the Office of Legislative and Intergovernmental Affairs (“IGA”)

Crifo’s interactions with IGA varied depending on the issue. In the beginning of her tenure at the Authorities Unit, Crifo interacted with Bridget Kelly, who at the time was Director of Legislative Relations. When Kelly was promoted to IGA Deputy Chief of Staff, Crifo’s main IGA contacts were Christina Renna and Kieran Tintle. Crifo noted that she could not figure out whom she needed to go to in IGA when Kelly was promoted to Deputy Chief of Staff, so Crifo primarily went to Renna because she knew her better than Tintle.

Crifo noted that she and Kelly both live in Bergen County and occasionally had discussions about local matters or their respective children.

Crifo did not have much contact with Bill Stepien after he left the Governor’s Office. She probably met Stepien three to four times, and the nature of their relationship was to say hello when they passed in the hallways.
D. Interactions with the Port Authority of New York & New Jersey

Crifo did not interact directly with the Port Authority until she became Senior Counsel in the Authorities Unit in or around February 2012; it was only at that point she assumed responsibility for the Port Authority after her predecessor, Joanna Jones, left the position, leaving to Crifo Jones’s docket of authorities and commissions. At that point in time, Crifo’s main Port Authority points of contact were David Wildstein, Bill Baroni, and Phil Kwon. Crifo also interacted with Patrick O’Reilly before he was replaced by PhilippeDanielides. Crifo then regularly interacted with Danielides.

In or around late 2013, Crifo’s Port Authority contacts were mainly Wildstein and Kwon. In general, Baroni tended to interface directly with Egea, instead of Crifo, on matters related to the Authorities Unit.

Crifo generally interacted with Port Authority Chairman Samson only at board meetings. She said that she also may have spoken with him over the phone once.

E. Interactions with the Governor

The only time Crifo recalled meeting with Governor Christie was in September 2011, in the context of the Governor vetoing an agenda item from one of Crifo’s authorities.

F. Interactions with the Governor’s Campaign

Crifo took vacation time over a period of two afternoons to make campaign phone calls on behalf of the Governor’s campaign, but was not otherwise involved in Governor Christie’s reelection campaign.

II. Chronology of the George Washington Bridge Events

A. Spring 2013

Crifo was not aware of any efforts by the Governor’s reelection campaign to obtain Fort Lee Mayor Sokolich’s endorsement in spring 2013, nor was she personally aware of efforts to get the support of local elected officials.

B. August 2013

Crifo said that she gave birth to her second child on June 18, 2013, and was on maternity leave from around June 14 through around September 9, 2013. Crifo did not recall communicating with the Governor’s Office while on maternity leave.
During her maternity leave, Crifo recalled communicating with Wildstein on four separate occasions:

1. Wildstein sent Crifo a baby gift to her home; she sent back a thank you note;

2. Wildstein called Crifo to relay drama between NY and NJ representatives at a Port Authority board meeting. Crifo characterized the drama as “fireworks among commissioners” regarding a directive for the Executive Director and Chairman to give internal reports. Crifo said Wildstein called because he wanted someone to appreciate the “drama,” which included various commissioners yelling at each other during the board meeting;

3. Wildstein forwarded Crifo a copy of a report from the Port Authority; and

4. Wildstein followed up on the report asking Crifo if they could discuss. Crifo recalled this was around September 3 and she responded to Wildstein that she would be back from maternity leave on September 9.


Crifo returned from maternity leave on September 9, 2013, and recalled becoming aware of the Fort Lee traffic issues upon receiving a call from Jeanne Ashmore, the Director of Constituent Relations, at some point during that week. Ashmore told Crifo that Constituent Relations had received a handful of inquiries regarding Fort Lee traffic and asked Crifo what the deal was. Crifo explained that the Office of Constituent Relations routinely receives public inquiries, and on occasion passes those inquiries on to other parts of the Governor’s Office. Crifo recalled telling Ashmore to call Wildstein for more information. She did not recall whether she joined Ashmore on the call with Wildstein, or heard back from Ashmore as to what Wildstein said, but recalled that Wildstein responded it was not an issue that would concern the Governor’s Office.

Sometime around early December 2013 (or possibly late November), Crifo recalled running into Ashmore in the parking garage. In that interaction, Ashmore asked if Crifo remembered calling Wildstein with Ashmore to ask Wildstein about the Fort Lee traffic issue, and Wildstein responding that was not an issue that concerned the Governor’s Office. Crifo could not specifically recall whether she was on the call with Wildstein, but characterized his response as unsurprising given that Wildstein often focused on “division of responsibility.”

At some later point, Crifo recalled telling Egea that Ashmore reached out to Crifo around the time of the lane realignment regarding some public inquiries concerning the Fort
Lee traffic issues. Crifo recalled that Egea responded that the Governor’s Office would not have involved itself with such operational issues within the Port Authority.

1. 9/11 Memorial Event

Crifo was aware of the 9/11 Memorial event, primarily because she was unable to reach anyone that day at the Port Authority as they were all out of the office at the event. Crifo did not personally attend the 9/11 event, and did not have any discussions with anyone about the 9/11 event.

2. Patrick Foye’s Email

Crifo recalled that Egea forwarded Foye’s September 13 email to Crifo, and Crifo generally recalled discussing the email with Egea, but not with anyone else. Crifo did not recall talking to Egea about the substance of the allegations in Foye’s email. Crifo also remembered discussing with Egea why Foye wrote the email and how it got leaked.

D. September 17, 2013 and October 1, 2013 Wall Street Journal Articles

Crifo did not recall whether she saw the September 17, 2013 article about the Fort Lee traffic issue, but speculated that she probably received the article in a Google alert for the Port Authority. However, Crifo specifically remembered seeing the October 1, 2013 Wall Street Journal article in which Foye’s email was published, because she recalled being struck that the October 1 article did not redact Port Authority Vice Chairman Scott Rechler’s email. However, she did not specifically recall the substance of the Wall Street Journal article and had no distinct memory of reading it.

The first time Crifo recalled hearing about a traffic study was when she read Foye’s email, which referenced a traffic study. Crifo recalled bringing up the issue with Wildstein in his office, and asking Wildstein what was the deal with Fort Lee. Crifo said that this meeting likely took place after the October 1 article was published. Crifo recalled that during that meeting, Wildstein stated that it had always bothered “us” that Fort Lee had three dedicated lanes, and they wanted to study how realigning the lanes would affect traffic. Crifo said that she was not sure who “us” referred to, but she assumed Wildstein was referring to the Port Authority.

Crifo did not recall having a discussion with Baroni about Foye’s email or the subsequent articles.
E. October 7, 2013 – Port Authority Committee Meeting

Crifo recalled hearing from either Egea or Wildstein about Senator Weinberg’s request to speak at the Port Authority committee meeting on October 7, 2013. Crifo recalled discussions taking place in the Governor’s Office about Senator Weinberg’s request.

Egea informed Crifo over the weekend (October 5-6) or Monday morning (October 7) that Senator Weinberg would be speaking at the committee meeting.

Crifo attended the meeting of the Port Authority Committee on Governance and Ethics in Jersey City on October 7, 2013. Wildstein also attended, but Crifo did not meet with Wildstein in his office before or after that particular committee meeting.

Crifo had a general recollection that Senator Weinberg’s comments during the committee meeting referred to the Fort Lee traffic issue. Crifo recalled that Senator Weinberg asked pointed questions about the Fort Lee issue, including what the breakdown of communication was and how the Port Authority planned to avoid making the same mistake again.

After the committee meeting, Crifo called Egea and gave her a report on how the meeting went.

Crifo recalled subsequently seeing documents stating that prior to the October 7, 2013 meeting, Ashmore received a letter from Senator Weinberg about the Fort Lee traffic issue.

F. October 16, 2013 – Port Authority Committee Meeting

Crifo attended the Port Authority board meeting at the Port Authority’s Manhattan office on October 16, 2013. Crifo recalled Senator Weinberg also attended the board meeting and spoke again, but that Senator Weinberg mainly repeated her statements from the October 7 Port Authority committee meeting.

Crifo recalled being surprised that Senator Weinberg was allowed to attend the press gaggle after the board meeting, which is usually reserved for members of the press, not the public.

Crifo noted that she routinely met with Chairman Samson and Wildstein on days she attended board meetings at the Port Authority. Crifo stated that the Port Authority assigns seats at board meetings and recalled that Crifo’s seat was next to Wildstein at the October 16 board meeting. She did not recall communicating with Wildstein about Fort Lee during the
meeting. She remembered being copied on an email Wildstein sent to a group of people during the course of one meeting saying that Senator Weinberg would be speaking at an upcoming committee meeting.

**G. November 2013**

1. **November 13, 2013 – Port Authority Board Meeting**

   Crifo attended the Port Authority board meeting in Jersey City on November 13, 2013. Crifo recalled that, in addition to Senator Weinberg, Assemblyman Gordon Johnson, Assemblyman John Wisniewski, and Bergen County Freeholder Jim Tedesco were all in attendance and addressed the Board. Crifo recalled that, during the press gaggle after the board meeting, Foye made a statement that the Fort Lee traffic issue was “under internal review.”

   Crifo recalled talking to Egea after the meeting to tell her that Senator Weinberg called out each of the commissioners by name.

   Chairman Samson did not attend the press gaggle, which Crifo recalled being a focus of frustration for the press. At this point, only Foye had talked during the press gaggles—saying the issue was under internal review—and whenever Baroni was questioned about the issue, he deferred to Foye.

   After the press gaggle, Crifo met with Samson in Samson’s office. Baroni and Wildstein joined shortly thereafter. Before Baroni and Wildstein arrived, Crifo told Samson about the press focus on the Fort Lee traffic issue at the press gaggle. Samson agreed and told Baroni that he needed to make a statement explaining what he did and admitting that there had been a communication failure. Samson felt that the tone of the statement needed to be like a *mea culpa*.

   Crifo called Egea as she was leaving the meeting to give her the latest update and tell her that they were discussing Baroni issuing a public statement or testifying. After Crifo spoke with Egea, she recalled talking to Baroni on her cellphone as she drove home. She recalled asking him if there was anything else that she needed to know about Fort Lee. Baroni responded that there was nothing else. Crifo added that the issue had always been presented to her by Baroni and Wildstein as a legitimate traffic study.

2. **Crifo Accepts a Position at the Port Authority**

   At some point, Crifo had lunch with Gramiccioni. At that lunch, Gramiccioni told Crifo that Gramiccioni was under consideration to be Baroni’s replacement. Crifo recalled
joking with Gramiccioni that if Gramiccioni were moving to the Port Authority, she wanted Gramiccioni to take Crifo with her.

Crifo recalled that the Governor asked Gramiccioni to be Baroni’s replacement at some point before Gramiccioni left to attend a wedding. When Gramiccioni returned, she called Crifo into her office and asked Crifo to come with her to the Port Authority as Gramiccioni’s Chief of Staff. Crifo recalled that this conversation took place before Thanksgiving.

H. November 2013

1. Review of Baroni’s Draft Testimony

Baroni asked Crifo and Egea to review his hearing testimony before the November 25 Assembly Transportation Committee hearing. Crifo recalled it was mainly Egea who made comments on Baroni’s testimony.

Crifo recalled two conference calls about Baroni’s testimony, which Crifo took in Egea’s office.

Crifo recalled that Egea, Baroni, Wildstein, and Danielides were on the first conference call, which Crifo thought took place on or about November 19, 2013. Crifo recommended to Egea that they should loop in Danielides because, in Crifo’s opinion, Danielides’s approach made the most sense—like Crifo, he also believed the Port Authority should just put out a statement to address the lane realignment issue and then try to move on.

Crifo said that Egea took the lead in providing comments, suggesting to Baroni that the statement should be concise and direct. Baroni, however, felt strongly that the statement should include the history of the lane realignment. As a meet-in-the-middle approach, Danielides recommended a short statement with an appendix that would include all supporting background information that Baroni wanted to include.

Egea told Baroni to make the business case. Crifo recalled saying the testimony needed to communicate the core point Baroni was making: that the Port Authority was studying the impact on traffic.

Crifo recalled Egea, Charlie McKenna, and Kwon participated in the second conference call. Egea, Crifo, and McKenna took the call from Egea’s office. Crifo said it was always her understanding that Egea would talk to McKenna about the testimony, as the Chief Counsel’s office would typically be in the loop before a legislative hearing. Crifo recalled McKenna stating that, as he understood it, the Port Authority had a legitimate reason for not broadly communicating about the traffic study because it might have skewed the
results. McKenna was focused on making sure the testimony gave the legitimate reasons behind the traffic study. Crifo commented that it made sense to her that the Port Authority would not have told people about the study because the stated purpose was to assess the impact on the actual traffic. During the call, Crifo said that they also discussed who would attend the hearing with Baroni and they were considering whether Kwon should go.

Crifo remembered asking Egea if she should give Kelly a copy of Baroni’s testimony. Egea said yes, they should loop in Kelly because it was a local issue. Crifo gave Kelly a copy of the proposed testimony and told Kelly that Egea and Crifo suggested that Baroni emphasize the business case, and not the history behind the lane realignment, as Baroni wanted to do. Crifo recalled Kelly saying she agreed with Baroni—the testimony should lay out the history behind the lane realignment, because that was what happened and that was the story. Crifo relayed Kelly’s opinion back to Egea.

The extent of Crifo’s interactions with Kelly on the lane realignment issue was handing Kelly a copy of Baroni’s testimony. Crifo never separately discussed the issue with Kelly.

Looking at the handwritten comments on a draft copy of Baroni’s testimony released publicly by the Select Committee on Investigation, Crifo confirmed which of the handwritten comments belonged to her. Crifo also explained what the comments meant. All of the comments were consistent with how Crifo described what she had been trying to effectuate through her comments on Baroni’s draft testimony.

2. **November 25, 2013 – Baroni’s Testimony**

Crifo listened to the November 25, 2013 hearing from her office. Crifo thought Baroni generally did a good job.

After the hearing, Crifo spoke to Wildstein to say she thought Baroni’s testimony went well, but that she was frustrated Baroni did not explain the reason for the lack of communication beforehand—that telling people would have skewed the results of the traffic study. Within the Governor’s Office, Crifo said that she probably talked about the testimony with others who came by her office, because she listened to the testimony throughout the day.

Crifo did not recall ever speaking with Baroni about his testimony after it occurred.

**I. December 2, 2013 – Press Conference**

Crifo recalled the December 2, 2013 press conference as the first time she knew the Governor was aware of the Fort Lee traffic issue. She recalled being struck by the fact that
the Governor was even being asked questions about the lane realignment at all. Crifo said that, even as Senior Counsel, this was not an issue she would have involved herself in, so it seemed even more ridiculous that the Governor was having to field questions on the issue. She recalled that the Governor’s sarcastic answer about being the one to move the cones therefore seemed to her to be an appropriate response.

J. December 4, 2013 – Port Authority Board Meeting

Crifo attended the Port Authority board meeting at the Port Authority’s Manhattan office on December 4, 2013, and recalled Senator Weinberg and Assemblyman Johnson attending. Assemblyman Johnson testified about the December 1, 2013 toll increase and how it was more expensive to cross the bridge.

During the press gaggle afterwards, Crifo recalled that the press asked question after question about the lane realignment. Foye stated that he stood by his email and would testify about the lane realignment issue on December 9, 2013.

After the press gaggle, Crifo went to the Chairman’s office to meet with Foye, Baroni, and Danielides. Samson confirmed that Foye was going to testify so as not to prolong the issue. Crifo observed that Baroni seemed anxious about Foye testifying.

K. December 6, 2013 – Wildstein’s Resignation

Crifo said that the last time she saw Wildstein prior to his December 6, 2013, resignation was on December 4, 2013, at the Port Authority board meeting. After the subsequent gathering in Chairman Samson’s office, Crifo went to Wildstein’s office to say goodbye before she went home. Crifo remembered that Wildstein was in his office with the president of the Port Authority Police Benevolent Association and a few other people whom she did not specifically recall. Crifo did not discuss anything about the traffic issue with Wildstein.

Crifo recalled that on Friday, December 6, 2013, Gramiccioni told her confidentially that McKenna told Wildstein he had until 5 p.m. to resign.

Crifo did not speak to Wildstein on the date of his resignation and said that she has not spoken to him since.

L. December 9, 2013 – Wisniewski Committee Hearing

Crifo was not involved in preparing testimony for the Assembly Committee Hearing on December 9, 2013. She listened to the hearing online in her office. Crifo recalled that Durando’s testimony was the first time she heard that realigning the Fort Lee access lanes
may not have been an appropriate way to do a traffic study. Crifo recalled talking to Egea about the December 9 hearing, and said that she may have also discussed the hearing with Kwon. She did not recall the substance of those conversations.

**M. December 11 to 12, 2013**

Crifo recalled a December 11, 2013 meeting with Gramiccioni during which they discussed logistics of Crifo’s and Gramiccioni’s transition from the Governor’s Office to the Port Authority. She recalled having several general discussions that week about staff that they would bring with them, among other topics.

When asked about a December 12, 2013 calendar entry reflecting a meeting that day between Crifo and McKenna, Crifo did not initially recall what this meeting would have been about. On further reflection, she believed the meeting was likely about an unrelated issue—namely the Water Supply Authority’s request for a $1.91 annual increase per customer.

**N. December 13, 2013**

1. **Senior Staff Meeting**

   Crifo did not attend the senior staff meeting on December 13, 2013, as she was not senior staff. However, Crifo did attend the press conference that followed later that day.

2. **Press Conference**

   During the morning of the December 13, 2013 press conference, Gramiccioni called Crifo about a departure issue Baroni had concerning indemnification by the Port Authority. Crifo recalled that Gramiccioni was supposed to be out of the office that day at a doctor’s appointment but decided to come in because the Governor was announcing her as Baroni’s replacement at the press conference. Crifo said that she handed the indemnification issue off to others to handle.

   Shortly before the December 13 press conference, Crifo recalled seeing Kelly with Stepien and O’Dowd. She remembered thinking it was odd that Stepien was at the Governor’s Office, because he had already left for the campaign at that point. Crifo recalled that Kelly appeared “upset.”

   After the press conference, Crifo wanted to leave the office early, and she had decided to exit through a back door that was reachable only by going through Kelly’s office. Kelly was in her office with someone else sitting there, but Crifo did not recall who. Crifo recalled that Kelly seemed distracted. Crifo asked Kelly if she could go out through her office, and Kelly just nodded in response.
Later that day, Crifo was talking to Ashmore about an unrelated matter when she received a call from Wildstein on her Blackberry. She recalled asking Ashmore if she should take the call; Ashmore suggested that she not. Crifo did not take the call. At that point in time, she was unaware of the emails between Kelly and Wildstein.

In an Authorities Unit staff meeting after the December 13, 2013 press conference, Egea recounted to the Authorities Unit staff that the Governor had grilled the senior staff in the meeting.

After Baroni resigned, Gramiccioni requested that Crifo reach out to Baroni about Port Authority operational issues, including the promotion of two employees and the capital plan and operating budget. The only subsequent discussion Crifo had with Baroni about the lane realignment issue was in reference to Baroni’s retention of Lowenstein Sandler, when Crifo told Baroni that she previously worked at Lowenstein.

After that, in late December 2013, Crifo exchanged text messages with Baroni extending seasons’ greetings and related pleasantries. Baroni initiated the text messages.

O. January 8, 2014

Crifo said that she was attending a board meeting at NJ Transit on January 8, 2014 when she first learned about the publication of Kelly’s August 13, 2013 email to Wildstein. She recalled receiving a text from the Chief of Staff at NJ Transit containing a link to a PDF document and asking Crifo if she had seen the breaking news. Crifo sent the PDF document to Gramiccioni, then texted Egea to ask if Egea had seen the news. Egea responded that she had not seen the news, so Crifo forwarded her the text with the PDF link. Crifo then went to the NJ Transit Chief of Staff’s office and printed out the Wildstein/Kelly email.

The Chief of External Government Affairs at NJ Transit came into the Chief of Staff’s office and told Crifo there were two mentions of “Nicole” in the documents (once when Crifo said Baroni did well during the November 25 hearing; the other where Baroni was writing Wildstein to tell him to check his Gmail account to see if Crifo had something). Crifo did not recall if she went home or to Trenton after she left NJ Transit, but she thinks she probably went home.

Crifo noted that she was still working at the Governor’s Office on January 8, 2014, but Gramiccioni had already transitioned to the Port Authority. Crifo did not attend the gathering at Drumthwacket on January 8 after the news story broke.
P. January 9, 2014 – Press Conference

Crifo attended a Port Authority Finance and Operations committee meeting on January 9, 2014. During that meeting, Crifo recalled receiving an email sent to all those who worked at the State House staff telling everyone to avoid downstairs because it was going to be busy.

Crifo’s husband texted her about the Governor’s press conference. Crifo went to Gramiccioni’s office at the Port Authority and watched the end of the Governor’s press conference with Gramiccioni and Kwon.

III. Document Retention Notices

Crifo started her new job at the Port Authority on January 13, 2014. Crifo received the January 10, 2014 document retention notice before she left the Governor’s Office and asked her assistant to preserve her documents in compliance. Crifo is in compliance with the document retention notices.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Cunningham Interview Memorandum

On January 28, 2014, Timothy Cunningham was interviewed by Reed Brodsky, Rachel Brook, and Christian Hudson of Gibson Dunn. Cunningham was not represented by counsel during the interview. All information contained herein was provided by Cunningham or as indicated. Cunningham has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Cunningham refrain from discussing the investigation and interview with others. Cunningham stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Cunningham is originally from Trenton, New Jersey. In 1994, he graduated from Lawrence University with a bachelor’s degree in accounting. In 1996, he obtained an MBA degree from Rider University. After graduating, Cunningham worked in accounting positions in the telecom industry. In approximately 1998, he began working in the Criminal Authority of Mercer County, where he worked for several years. Cunningham then began attending the night program at Rutgers School of Law – Camden, obtaining his J.D. in four years. During his third and fourth years of law school, he worked as a law clerk doing municipal debt work. Cunningham continued working at this job after graduating law school, working there for a total of three years. He was then appointed to be the Deputy County Administrator of Passaic County, where he was responsible for the day-to-day operations of an approximately $400 million budget and approximately 1,800 employees. In this position, Cunningham also ran the jail, hospital, finance, human resources, and purchasing tasks.
In 2011, Cunningham began as a Policy Advisor in the Governor’s Policy Office. After about two years, Hurricane Sandy hit, and Cunningham was asked to switch to the Governor’s Office of Recovery and Rebuilding (“GORR”), which he did. Cunningham’s current title is Senior Policy Liaison, and he is responsible for developing programs and making sure federal funds are used in a completely objective manner. Cunningham handles the day-to-day running of GORR, which involves a large amount of direct interaction with constituent and governmental stakeholders. Cunningham focuses on the Hazard Mitigation programs, and deals with insurance, local governments, community capacity, and related issues. He is not responsible for any specific geographical area.

II. Involvement With Sandy Aid Programs and Regular Meetings

A. Weekly Sandy Recovery Unit Meetings with Governor Christie

Cunningham often attends the weekly Sandy aid working group meetings attended by the Governor. He estimated that he has attended about a dozen of these meetings. Right after Sandy hit, Cunningham was working from a field office, so he was not around the office to attend these meetings. Since he has returned to the Governor’s office building in Trenton, he attends. These meetings usually last approximately ninety minutes.

Cunningham has never heard in any of those meetings that Sandy aid was tied to the political party of mayors or an endorsement of Governor Christie. Sandy aid allocation was not tied to private development in these meetings either. And Cunningham did not recall ever hearing of the Rockefeller Group project in these meetings, though he recalled hearing discussion of LCOR. Cunningham has never heard anyone in the Christie administration state that Sandy aid was tied to endorsements, politics, or private development.

Cunningham also said that he did not recall Hoboken coming up during the weekly Sandy recovery meetings he attended.

B. Working Group Meetings Without Governor Christie

Cunningham explained that, in New Jersey, there are a variety of working groups, modeling the Sandy recovery programs off of the National Disaster Recovery Framework (“NDRF”) of FEMA with goals towards long-term recovery. These working groups include the transportation working group, the environmental working group, the banking insurance working group, the hazard mitigation working group, the community capacity building working group, and several others.

Cunningham attends the working group meetings related to hazard mitigation and local government programs, and politics, development, and endorsements were not tied to Sandy aid in any of these meetings. Cunningham pointed out that the participants in the working groups are not politicians. They are representatives from GORR and departmental
offices, commissioners (such as Commissioner Bob Martin of the Department of Environmental Protection), and other state officers that assist in day-to-day activities on the ground. There is collaboration with a very large group of people.

III. Post-Sandy Interactions with Mayor Dawn Zimmer

Cunningham first met Mayor Zimmer in the spring of 2012 (possibly June) at a meeting with Mayor Zimmer and Commissioner Richard Constable of the Department of Community Affairs (“DCA”) regarding the Hoboken housing authority. The meeting took place in counsel’s conference room at the State House, and he recalled other senior members of the Christie Administration being present, but he did not recall who specifically. Cunningham remembered conversations about the LCOR transit projects in southern New Jersey. Cunningham said that nothing notable occurred at the meeting. Mayor Zimmer seemed appreciative of the administration’s efforts for Hoboken at the time.

Cunningham also recalled attending a meeting subsequently in room 252 of the State House. He did not remember exactly when the meeting occurred because he was extremely busy around this time after Sandy hit. He said that Marc Ferzan, Terry Brody, and he (all from GORR) met with Mayor Zimmer to discuss Hoboken’s recovery efforts. The Mayor was pressing for flood pumps that would cost between $70 million and $90 million. The pumps were just one component of Hoboken’s requests in its Letters of Intent (“LOIs”). During this meeting, they also discussed with the Mayor how the Hoboken brownstones could not be elevated, and there was conversation about flood insurance rates on basement apartments. Another focus of the meeting was the damage and challenges faced by Hoboken and how rebuilding structures was not a solution to these issues. The goal discussed during the meeting was the prevention of chronic flooding of the city.

Cunningham had seen Mayor Zimmer’s May 8, 2013 letter in her press accounts. He had no recollection of anyone ever telling Mayor Zimmer or others that “there will be no Hazard Mitigation funding for Hoboken,” as her letter states. Cunningham remembered that Mayor Zimmer was told that the Governor’s office did not believe it would be possible to buy the floods pumps that she had requested for $70 million plus, and even then Mayor Zimmer was not denied the pumps outright. She was told that there was limited money and a large amount of need, and she was advised to seek Public Assistance funding since the Stafford money Mayor Zimmer was requesting was limited and subject to the FEMA federal guidelines. There was also no discussion of tying Sandy aid to development, politics, or endorsements.

Cunningham said that a couple of months ago, he attended an event for Rebuild by Design, and Mayor Zimmer was there. She called him over to speak with a group of people from OMA, the team working on the Hoboken project, and she said something along the lines of you guys should be all over this. Cunningham remembered going into a room with
the OMA team where they presented their plans using diagrams at Mayor Zimmer’s request. After listening to the presentation, Cunningham said the conversation dissolved. This is the last conversation that he recalled having with Mayor Zimmer.

Cunningham saw Mayor Zimmer upon occasion in hallways and would chat briefly about social things, but he did not recall other meetings with the Mayor about Sandy aid.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Daleo Interview Memorandum

On Thursday, February 6, 2014, Eric Daleo was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. Daleo was not represented by counsel during the interview. All information contained herein was provided by Daleo or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Daleo has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Daleo refrain from discussing the investigation and interview with others. Daleo stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Prior to joining the Governor’s Office of Recovery and Rebuilding (“GORR”), Daleo was a litigation associate in the New Jersey office of Patton Boggs LLP and part of the firm’s international complex litigation practice. Daleo previously clerked for New Jersey Supreme Court Associate Justice Barry Albin. He graduated with high honors from Rutgers School of Law - Camden, where he served as managing editor of the Rutgers Law Journal and as a Legislative Fellow at Rutgers’ Eagleton Institute of Politics.

A. Role & Responsibilities

Daleo joined GORR on January 24, 2013 as a Special Advisor to the Governor. Daleo was a former student of Ferzan’s wife, Kim Ferzan, and became aware of the opening at GORR through Ferzan’s wife.
Daleo is responsible for overseeing long-term Superstorm Sandy recovery goals. In this role, Daleo advises on energy and infrastructure issues, works with agencies on an ongoing basis, and assists in the creation of new Sandy recovery programs and initiatives, as well as the implementation and monitoring of existing initiatives.

Daleo reports directly to Marc Ferzan and Terry Brody.

1. **Interactions with the Governor’s Office**

Within the Governor’s Office, Daleo principally interacts with Regina Egea in the Authorities Unit, Amy Cradic in the Policy Office, and historically interacted with Bridget Kelly in the Office of Legislative and Intergovernmental Affairs (“IGA”) on certain issues.

Daleo routinely provides Egea with updates and reports on transportation and infrastructure initiatives. In the year following Superstorm Sandy, Daleo attended bi-weekly working meetings with various agencies and senior staff.

Prior to Cradic’s appointment as Deputy Chief of Staff for Policy and Planning, Daleo interacted with Cradic in her role as Senior Policy Advisor in the Policy office. Daleo stated that he interacts frequently with the Policy and Chief Counsel offices on issues that arise and need additional attention. Daleo also interacted with Deb Gramiccioni as Cradic’s predecessor.

Daleo communicated with Kelly regarding specific municipalities or issues that municipalities were dealing with, as well as general issues involving constituent relations. Daleo also coordinated with Kelly for events with the Governor and other agencies.

On average, Daleo interacted with Kelly once every two weeks. His interactions with Kelly were brief. Daleo and Kelly both attended bi-weekly or monthly meetings with IGA staff.

Daleo did not have a social relationship with Kelly outside of the office.

2. **Interactions with the Port Authority**

Daleo regularly interacted with the Port Authority on Sandy damage issues, energy initiatives, and transportation and transit issues. GORR interacts with the various authorities within the existing framework of the State House, and so Daleo’s interactions with the Port Authority are channeled through the Authorities Unit as an intermediary. Daleo coordinated with Nicole Crifo and Peter Simon in the Authorities Unit on Port Authority issues. Jared Pelosi was Daleo’s main contact at the Port Authority. Daleo also interacted with Bill Baroni on a collaborative energy initiative and also occasionally spoke to Baroni by phone.
about Sandy recovery issues for which GORR needed data or information. Daleo did not interact with David Wildstein.

3. **GORR Partnerships with Private Developers**

Daleo stated that, given state funding limitations for Sandy recovery, one of GORR’s major challenges is identifying public/private partnerships and taking advantage of alternate Sandy funding sources. Because of these funding limitations, any development discussions Daleo engages in take place in the context of how GORR can use partnerships with the private sector to achieve greater resiliency.

Daleo underscored that GORR does not exhibit political favoritism for one development project over another. In his role as Special Advisor, Daleo is not in a position to know whether certain partnerships are favored over others. For example, Daleo remarked that NJ Transit has a contractual relationship with LCOR. Since Daleo has been with GORR, he has met with hundreds of contractors, from concrete suppliers to large scale developers, and GORR endeavors to be inclusive in the process of selecting development partnerships.

a. **Rockefeller Development Group**

Daleo interacted with Lori Grifa and the Rockefeller Development Group as part of these discussions on incorporating mitigation plans from private partnerships into the resiliency plans. Daleo emphasized that GORR met with other developers too, including LCOR.

Regarding an email between Daleo and David Zimmer of the Rockefeller Foundation, Daleo explained that it concerned a long-term water services grant Hoboken obtained from the Rockefeller Foundation, a non-profit organization with no connection to the Rockefeller Development Group. Daleo further confirmed that the “Elle” Daleo referred to in the email to Zimmer is a representative of the Rockefeller Foundation.

II. **Hoboken Infrastructure Outreach**

A. **January 22, 2013: Mayor Zimmer’s Letter to Governor Christie**

Daleo stated that when he joined the Governor’s Office on January 24, 2013, GORR was in a state of flux. Daleo explained that the office was organizing working groups during the timeframe and that the city of Hoboken naturally came up early in the dialogue concerning repetitive flood communities and how to address those issues.

Daleo did not recall being presented with Mayor Zimmer’s January 22 letter on his first day in the office on January 24, but speculated that it was likely he received Mayor
Zimmer’s letter at some point as he is responsible for issues related to flood mitigation and flood protection, which fall under infrastructure and energy initiatives. Daleo also commented that Mayor Zimmer sent a series of letters to the Governor’s Office.

**B. February 7, 2013: Ferzan Email Regarding Mayor Zimmer’s Letter to the Governor**

Daleo explained that at this point in time, he was focused on getting up to speed and managing the four working groups that were originally assigned to him, each involving a range of issues. As a result, Daleo did not follow up with Zimmer at this time. Daleo stated that subsequent to this time period, Daleo was assigned to follow up on particular issues, but in early February 2013, he did not even know the significance of a road project.

**C. February 27, 2013: Ferzan Email to Daleo Regarding the Recovery Meeting**

Daleo did not recognize Ferzan’s email to Daleo dated February 27, 2013, but speculated that if Ferzan was referring to DOT Commissioner Simpson regarding NJ Transit, this email might not have been about Hoboken specifically. Daleo explained that Hoboken’s NJ Transit terminal sustained substantial Hurricane Sandy damage and Daleo recalled GORR was working on NJ Transit’s resiliency project at that time.

**D. March 12, 2013: Transportation Working Group Meeting at State House with Mayor Zimmer**

Daleo attended a March 12, 2013, meeting with Mayor Zimmer and NJ Transit, DOT and PATH regarding mitigation strategies for the Hoboken Terminal. Daleo remarked that GORR’s general purpose when meeting with the transportation working groups was to focus the various agencies on specific issues and get them to coordinate with each other. For example, the March 12 meeting involved PATH assets, NJ Transit assets, and state roadways, which in the ordinary course of business would be three separate projects, and so GORR’s goal was to bring everyone to the table to coordinate activities in Hoboken.

Daleo stated it was difficult to recall specific meetings with Mayor Zimmer because he attended a series of meetings with Mayor Zimmer; however, Daleo recalled this particular meeting because Mayor Zimmer brought a big map of Hoboken prepared by the Rockefeller Development Group for its design of Hoboken’s flood mitigation strategy. Daleo said that Mayor Zimmer presented the map at the meeting and indicated that she felt NJ Transit’s infrastructure contributed to the flooding of the Hoboken Terminal during Hurricane Sandy. Mayor Zimmer said that developers had proposed that Hoboken construct flood walls, and she therefore was advocating that Hoboken’s resiliency project incorporate flood walls around the Hoboken NJ Transit Terminal. Daleo explained that Mayor Zimmer’s plan was
inconsistent with the transportation uses of the Hoboken Terminal, and furthermore, Mayor Zimmer did not have any studies supporting the effective use of flood walls.

Daleo emphasized that Mayor Zimmer had multiple iterations of Hoboken’s flood mitigation plan, and in Daleo’s opinion, Mayor Zimmer had not been consistent with any of the plans she has proposed.

E. April 26, 2013: Urban Area Outreach Meeting

[On April 26, Daleo met with Mayor Zimmer, DEP Chief Advisor Ray Cantor and DEP Assistant Commissioner for Land Use Marilyn Lennon regarding Sandy-related challenges unique to urban areas.]

Daleo explained that following Hurricane Sandy, DEP adopted flood hazard regulations that impact various communities differently. As part of implementing these regulations, Daleo met with various stakeholders; after the regulations were adopted, Jersey City and Hoboken contacted DEP directly to request a meeting specifically regarding the regulations. Daleo added that DEP faced challenges when they designed the flood hazard regulations because the regulations were not being designed for any one town in particular. Hoboken and Jersey City had different concerns about the regulations. Jersey City was concerned that a lot of the development it had slated would not be economic to pursue following adoption of the regulations. Hoboken had a separate concern that requiring elevation would remove the “downtown feel” of the community. In addition, both Jersey City and Hoboken had more specific concerns about individual parts of the regulations.

Daleo recalled that the conversation was mainly between Mayor Zimmer and DEP. Daleo stated that his purpose for being at the meeting was to show Mayor Zimmer that they were concerned about the challenges the regulations posed to urban areas like Hoboken and Jersey City and wanted to work with the urban areas to address these issues. At the end of the meeting, Daleo said that GORR was interested in an ongoing collaboration with Jersey City and Hoboken, and specifically briefed the attendees on the relevant initiatives that the office had been working on (GORR retained six universities to study flood mitigation measures and to identify long and short terms solutions for urban communities). Daleo remarked that GORR decided early on that there was a perception in urban and rural areas that these areas were not part of the recovery initiatives, which was not true. Furthermore, GORR realized that projects by the Army Corps of Engineers do not cover northern areas (such as Hoboken and Jersey City) or Cumberland County, and so GORR initiated these university studies to focus on these areas. The purpose of this meeting was to communicate with Mayor Zimmer that GORR intended to collaborate with the Army Corps to implement recovery projects in Hoboken.
F. FEMA Hazard Mitigation Grant Program ("HMGP")

1. Section 406 Hazard Mitigation Funding

Daleo explained that FEMA’s reimbursement policy contains a FEMA funding formula that allows a percentage of a facility’s damage costs to be given to the applicant to incorporate mitigation measures into the facility. For example, if a building sustains flood damage, public assistance funds can be used to repair the building, and then Section 406 funds can be applied to elevate the building to mitigate future flooding. The Office of Emergency Management (“OEM”) processes the applications for Section 406 funds and moves the application process along.

GORR’s role is to facilitate and help people access hazard mitigation funding. Daleo explained that both Section 406 and public assistance funds are the only unlimited pots in Sandy recovery funding (both go directly to the grantee and do not come from the state), so early on, GORR adopted a policy to encourage the use of Section 406 funding.

Daleo stated that after Hoboken sustained Sandy-related damage, Mayor Zimmer sought funding for three pump stations which amounted to a tenth of the state’s allocation for hazard mitigation funding. As an alternative, GORR proposed a hazard mitigation project that contemplated the collective installation of all pump stations throughout the city to mitigate damage to all damaged buildings, not just a select few. On May 2, 2013, GORR organized a meeting in the State House with William Vogel, the Federal Coordinating Officer from FEMA, Gracia Szczech from FEMA, and Mayor Zimmer to discuss GORR’s proposed 406 hazard mitigation project.

Daleo stated that GORR’s proposed hazard mitigation project was ultimately unsuccessful, in part because Mayor Zimmer stopped returning calls from acting DEP Deputy Commissioner Michele Siekerka. Daleo underscored that GORR can only go so far as suggesting hazard mitigation projects and coordinating with various agencies; ultimately the city has to work with FEMA to implement the plan. It was therefore Hoboken’s responsibility to follow up with other authorities on the Section 406 funding plan, and Mayor Zimmer’s office did not follow up on the proposed Section 406 hazard mitigation project for pump stations. Daleo did not know why Mayor Zimmer stopped responding to DEP, but his perception was that the Hoboken Mayor’s Office was overwhelmed and understaffed, and Mayor Zimmer did not have relationships with agencies and authorities.

2. HMGP Energy Allocations / Hoboken Micro-Grid Study

As part of GORR’s long-term recovery efforts, GORR developed a good working relationship with people at the DOE and learned that the DOE was interested in doing a micro-grid study somewhere in the region impacted by Hurricane Sandy. The DOE spent
years developing the micro-grid innovation technology for military bases and was trying to
civilianize the application. GORR expressed an interest in having the study happen in New
Jersey and offered to be helpful. GORR learned that New York was vying for the money but
the New York side of the impacted region was apparently disorganized. Daleo heard that the
Housing and Urban Development Secretary Shaun Donovan was specifically interested in
doing the micro-grid project in Hoboken. In an effort to encourage DOE’s investment in
Hoboken, GORR proposed that the New Jersey Economic Development Authority (“EDA”) offer technical assistance from the Board of Utilities, and GORR met with DOE several
times regarding the micro-grid project. GORR helped push through the Memorandum of
Understanding on the Governor’s Office side and also helped to coordinate logistics.

On May 3, 2013, the DOE announced it was awarding the micro-grid planning grant to Hoboken. Daleo emphasized that from GORR’s perspective, the DOE specifically
selected Hoboken for the micro-grid project. The $220,000 in funding from DOE for the
micro-grid study went directly to the DOE’s contractor, Sandia National Laboratories
(“Sandia”).

Daleo explained that GORR wanted the May 3 event to be well-attended because
GORR had played a significant role in helping to negotiate with the U.S. Department of
Energy to award the micro-grid grant to Hoboken. Daleo recalled that the President of the
Board of Public Utilities and his chief of staff attended the event, as well as someone from
IGA who was responsible for overseeing Hoboken. Daleo greeted Mayor Zimmer at the
event and recalled that Mayor Zimmer was thankful for GORR’s support for the project.

Daleo recalled multiple outreach efforts between GORR and Hoboken regarding the
HMGP Energy Allocation for Hoboken. Daleo perceived that Ferzan had a good relationship
with Mayor Zimmer and communicated with Mayor Zimmer on a regular basis. Meetings
were to take place in late October 2013 with communities who received HMGP Energy
Allocations. Given the state’s investment in Hoboken, Daleo thought it was a good
opportunity for Ferzan to follow up with Mayor Zimmer. Mayor Zimmer was slated to meet
with Ferzan and Daleo on October 22, 2013.

Sandia provides GORR with updates on the progress of the micro-grid project. On
November 20, 2013, Sandia officials went to Hoboken for a field visit and inadvertently
discovered a pallet of diesel generators in a Hoboken public housing building. According to
Daleo, the generators had been purchased by the Hoboken Housing Authority without Mayor
Zimmer’s knowledge. Daleo indicated that the Sandia contractors were told by the person
leading them around Hoboken that day not to ask questions about the palette of generators.
Daleo stated that he did not have a relationship in Hoboken local government to ask what had
happened, and he never got any color on the issue afterwards. Daleo subsequently learned
that Mayor Zimmer had a bad relationship with the head of the Hoboken Housing Authority,
and Daleo guessed that the purchase of the new generators was the result of a failure to communicate.

A micro-grid is designed to share power and obviates the need for individual buildings to have generators. Daleo found it particularly frustrating because the state was already constrained by limited resources and had expressly advocated getting the micro-grid grant in New Jersey.

Sandia expressed its frustration to Daleo upon finding the generators, but as a national research lab, Sandia works for the client, so Sandia continued to work with Hoboken on the micro-grid project.

Daleo indicated that to date, the micro-grid study has experienced several hurdles. DOE cut funding for several months, delaying the project, and while Daleo has gotten updates from Sandia on the project, Sandia has not kept pace with an accelerated time table in terms of launching the final project report. In addition, the same Sandia team that was assigned to work on the Hoboken micro-grid project was dispatched by DOE to work on a transit grid project, which has temporarily taken resources away from Hoboken’s micro-grid project.

3. **Rebuild by Design**

Rebuild by Design (“RBD”) falls under Dave Morris’s GORR portfolio, but Daleo has interacted with Morris to specifically address how RBD intersects with NJ Transit’s role in Hoboken’s resiliency plan, as both NJ Transit and resilience projects constitute two large parts of Daleo’s portfolio. Additionally, GORR is currently preparing to submit a substantial application to the Federal Transit Administration (“FTA”) to fund over $1 billion in projects throughout the State, and as part of GORR’s FTA application for funding, GORR has to provide a cost/benefit analysis in order to outline what funding is available and how the projects can be funded. Daleo added that when possible, GORR’s objective is to explain NJ Transit’s vision to protect the rail yard and contribute to the reduction of flooding in Hoboken.

Daleo recalled that one of RBD’s initial projects, which Mayor Zimmer supported, called for the building of a retention pond in Hoboken.1 When NJ Transit officials became aware of RBD’s proposal to build a retention pond, NJ Transit communicated that a retention pond would be disastrous because 1) a retention pond cannot be used for any transit purposes, which would pose an issue for the FTA application; 2) a standing pool of water is

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1 A retention pond is a basin that is designed to catch runoff water from higher elevation areas, and is usually used to prevent or minimize flooding during high water periods.
never good for odor purposes; 3) retention ponds pose liability issues; and 4) the parties
suggesting a retention pond—including Mayor Zimmer—did not appreciate the fact that
GORR had not seen any studies showing its effective use, including a RBD study. Daleo
therefore felt it was his role to educate RBD about the issues and refocus RBD and Mayor
Zimmer on NJ Transit’s participation in Hoboken’s resiliency plan.

III. Document Retention Notices

Daleo received the document retention notices and is in compliance with them.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: DiMaggio Interview Memorandum

On January 23, 2014, January 27, 2014, and March 10, 2014, Luciana DiMaggio was interviewed by Randy M. Mastro, Reed Brodsky, Rachel Brook, and/or Alyssa Kuhn of Gibson Dunn. On January 23 and 27, 2014, DiMaggio was not represented by counsel. On March 10, 2014, DiMaggio was represented by Michael Buchanan of Patterson Belknap. All information contained herein was provided by DiMaggio or as indicated. DiMaggio has not read or reviewed this memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that DiMaggio refrain from discussing the investigation and interview with others. DiMaggio stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 2012, DiMaggio graduated from Fairleigh Dickinson University. DiMaggio interned for a New Jersey Assemblywoman in District 11 the summer before her senior year at Fairleigh Dickinson, and served as the Assemblywoman’s Communications Director during her senior year. In early 2012, DiMaggio was recommended for her current position at the Lieutenant Governor’s Office. Approximately one month after graduating from Fairleigh Dickinson, DiMaggio started working as a special assistant or aide to the Lieutenant Governor. DiMaggio is a registered Republican.
II. DiMaggio’s Role in the Lieutenant Governor’s Office

In general, DiMaggio said that she travels with the Lieutenant Governor to meetings and events, day and night, seven days a week, and often to multiple events per day. DiMaggio was responsible for managing on-the-ground efforts at the events, including coordinating with press, the Lieutenant Governor’s Office, and the Office’s Legislative and Intergovernmental Affairs (“IGA”) unit. DiMaggio said that it is her practice to not speak substantively with members of the press, unless the Lieutenant Governor asks her to address a specific question. In general, DiMaggio and a state trooper (the driver) were the only individuals who traveled with the Lieutenant Governor to meetings and events.

DiMaggio is not responsible for scheduling the Lieutenant Governor’s events and did not take part in the process of determining which events the Lieutenant Governor attended. DiMaggio said that the Lieutenant Governor’s scheduler keeps track of the Lieutenant Governor’s invitations and assists in determining which invitations the Lieutenant Governor will accept. Briefings are created for each event and then emailed to the Lieutenant Governor’s staff. DiMaggio is responsible for compiling the event briefings in a book, which she delivers to the Lieutenant Governor’s house each night. DiMaggio does not discuss the substance of the meetings and events with the Lieutenant Governor. DiMaggio expressed that she enjoys her job as the Lieutenant Governor’s aide, as the job brings something new every day.

III. The Lieutenant Governor’s Role & Responsibilities

The Lieutenant Governor serves as both the Lieutenant Governor and the Secretary of State. In her capacity as Lieutenant Governor, she focuses on business and economic development. In her capacity as Secretary of State, the Lieutenant Governor is involved in the arts, history, culture, and tourism.

The Lieutenant Governor is extensively involved in both her roles, but business is her bread and butter. The Lieutenant Governor often goes on business tours where she meets with business owners in the community. As Secretary of State, the Lieutenant Governor has been involved in tourism and macro-planning of events, such as the Super Bowl.

DiMaggio did not have knowledge about the Lieutenant Governor’s involvement in administering Sandy relief and did not recall the Lieutenant Governor ever talking to her about Sandy relief. The Lieutenant Governor attends events regarding Sandy relief if she is invited to official events. DiMaggio recalled that the Lieutenant Governor has some knowledge of the Sandy grants because the Lieutenant Governor went through the grant process herself when her own property was damaged, but she has not discussed Sandy grants with DiMaggio.
DiMaggio was aware that there were weekly Sandy relief meetings at the Office of the Governor and stated that the Lieutenant Governor sometimes attended the meetings, depending on her availability. These meetings were not something the Lieutenant Governor would clear her schedule for, though she attended periodically. The Lieutenant Governor’s Chief of Staff, Melissa Orsen, attended the weekly Sandy relief meetings on a more regular basis. DiMaggio usually sat outside the meetings and did not participate.

DiMaggio has never heard anyone ask the Lieutenant Governor questions about Sandy aid. IGA has “Sandy” Regional Directors who work as a liaison between mayors’ offices and the Office of the Governor and respond to questions and requests related to Sandy relief. The Lieutenant Governor viewed Sandy aid questions as being within the purview of others in the Governor’s Office, not the Lieutenant Governor’s Office. DiMaggio recalled generally that, if the Lieutenant Governor was asked about Sandy aid, she would channel the questions to the appropriate Regional Director at IGA. DiMaggio never heard the Lieutenant Governor threaten anyone regarding Sandy aid. DiMaggio never heard the Lieutenant Governor invoke the Governor’s name when discussing Sandy aid.

IV. The Lieutenant Governor’s Interactions with Mayor Zimmer

DiMaggio knew who Mayor Zimmer was before Mayor Zimmer made allegations against the Lieutenant Governor and others on or about January 18, 2014, because the Lieutenant Governor and Mayor Zimmer had attended multiple events together. DiMaggio recalled that the Lieutenant Governor and Mayor Zimmer attended the Hoboken ShopRite event together on May 13, 2013, and that they attended at least one event together before the ShopRite event and at least one event after the ShopRite event.

Before Mayor Zimmer made her allegations on television, DiMaggio said that the Lieutenant Governor and Mayor Zimmer had a good relationship. DiMaggio said that there was never any indication whatsoever that there was any friction between them. The Lieutenant Governor got along with all mayors professionally.

DiMaggio said she never heard the Lieutenant Governor threaten anyone. DiMaggio said that the Lieutenant Governor has never done anything to cause DiMaggio to question her integrity or ethics. DiMaggio stated that she finds the Lieutenant Governor to be an extremely ethical person. DiMaggio said that in her experiences with the Lieutenant Governor, the Lieutenant Governor is very ethical.

A. May 13, 2013

DiMaggio described her general recollections of the ShopRite event, but she did not remember a lot about it because she has attended dozens and dozens of such events with the Lieutenant Governor.
DiMaggio recalled that she attended the ShopRite tour in Hoboken on May 13, 2013, with the Lieutenant Governor and Mayor Zimmer. DiMaggio did not remember whether the event started in the morning, in the middle of the day, or in the late afternoon. However, she remembered that it was the first event or tour that the Lieutenant Governor attended that day. She did not remember the name of the state trooper who drove them to the event. DiMaggio did not remember whether the state trooper was a man or a woman. DiMaggio and the Lieutenant Governor drove with the state trooper to the ShopRite tour. No one else was in the car. DiMaggio assumed that she and the Lieutenant Governor were coming from Monmouth Beach, where the Lieutenant Governor lives, because as a matter of practice, DiMaggio meets the state trooper at the Lieutenant Governor’s house before they attend events together.

DiMaggio did not recall any conversation with the Lieutenant Governor on the way to the ShopRite event. DiMaggio remembered viewing the loading dock of ShopRite during the tour, and the liquor store attached. She did not remember any of the names of the ShopRite owners. DiMaggio did not remember whether the Lieutenant Governor and the Mayor spoke with each other during the tour. As a matter of practice, DiMaggio speculated that it would have been likely that they spoke with each other. As a matter of practice, DiMaggio stayed behind during tours and did not participate in conversations. DiMaggio recalled that the Lieutenant Governor and the Mayor met with the owners of the ShopRite, but she did not remember whether that meeting occurred before or after the tour. She did not recall any issues coming up during the tour.

Prior to the interviews, DiMaggio had reviewed her email communications with Evan Ridley on May 13, 2013, relating to the ShopRite tour and Mayor Zimmer. Those emails reflected that Ridley said that Mayor Zimmer requested a meeting with the Lieutenant Governor. DiMaggio did not independently recall emailing or communicating with Ridley about Mayor Zimmer’s request to meet with the Lieutenant Governor.

DiMaggio described the event at ShopRite generally as a little chaotic. She recalled that someone was taking pictures who was not from the Lieutenant Governor’s office. DiMaggio assumed that person was a member of the media. DiMaggio did not remember whether the Lieutenant Governor spoke with the media before, during, or after the tour.

At some point when the event ended, DiMaggio recalled that the Lieutenant Governor said to Mayor Zimmer that she understood that Mayor Zimmer wanted to meet with her. DiMaggio recalled that the Lieutenant Governor and Mayor Zimmer then walked together around the state trooper’s suburban. DiMaggio recalled that she was standing alone, approximately 15-20 feet away. She recalled that Ridley was standing on the other side of the suburban, also a short distance away from the Lieutenant Governor and Mayor Zimmer. DiMaggio estimated that the Lieutenant Governor and the Mayor spoke for approximately or close to five minutes. DiMaggio said their conversation could have been shorter, but it was
DiMaggio observed that the Lieutenant Governor and Mayor Zimmer were deep in conversation. She said that it seemed to be a tense conversation. DiMaggio did not observe anyone getting angry or she would have stepped in, but it seemed that they were discussing something intently. DiMaggio recalled that they were not laughing and their faces seemed serious. DiMaggio did not remember anything else. She did not remember observing the Lieutenant Governor and Mayor Zimmer at the end of the conversation.

DiMaggio did not recall how she entered the suburban, when she entered the suburban, or who entered the suburban first. As a matter of practice, the Lieutenant Governor sat in the front passenger seat next to the state trooper, and DiMaggio sat in the back. She remembered that the only three people in the car were the state trooper, the Lieutenant Governor, and her. DiMaggio remembered that the Lieutenant Governor communicated that she was frustrated with Mayor Zimmer. With her counsel present, DiMaggio said her memory is not 100% accurate, but she remembered that the Lieutenant Governor communicated to her that Mayor Zimmer was not cooperating, stating in words or in substance something like the Mayor was not playing ball or the Mayor was not playing well with others. DiMaggio did not understand the context or meaning of the Lieutenant Governor’s remarks. DiMaggio did not know whether the Lieutenant Governor was upset about a particular issue or matter with Mayor Zimmer. And she did not remember responding to the Lieutenant Governor, engaging in any conversation about it, reacting to it, or the Lieutenant Governor saying anything else about her conversation with Mayor Zimmer during the remainder of the car ride or at any time thereafter. After the ShopRite tour ended, DiMaggio did not recall where the next event took place. DiMaggio did not believe they were late to the next event. DiMaggio did not remember how long it took to get to the next event/tour.

DiMaggio recalled hearing about Mayor Zimmer’s allegations generally when Mike Drewniak came to the Lieutenant Governor’s offices on January 17, 2014. DiMaggio did not remember the Lieutenant Governor saying anything about Mayor Zimmer’s allegations. On Saturday, January 18, 2014, she remembered speaking to the Lieutenant Governor’s Chief of Staff, Melissa Orsen, and telling Orsen that the Lieutenant Governor said in the car after the ShopRite tour something like if Mayor Zimmer didn’t play ball then there’s not much we can do, but that she was not 100% sure that was said. DiMaggio did not remember what triggered that recollection. When we spoke with DiMaggio without her counsel earlier, she told us that she remembered what she had told Orsen but that she could not say for sure what the Lieutenant Governor had said in the car and thought that perhaps she remembered the playing ball words from news articles, which she provided to us after the interview. With her counsel present, she explained that she did not want to commit to saying to us what the
Lieutenant Governor had said in words or substance during our prior interviews, because DiMaggio did not want her recollection, which was not 100% certain, to be taken as gospel for what the Lieutenant Governor said. DiMaggio said that she did not specifically remember reading the news articles with the words playing ball, but that she was trying to jog her memory as to why she had thought she remembered those words.

DiMaggio said that, since Mayor Zimmer made her televised allegations, DiMaggio has not spoken with the Lieutenant Governor about what she recalled relating to the ShopRite tour. DiMaggio found emails relating to the event and provided them to the Lieutenant Governor, but they did not discuss the emails. DiMaggio said she was present when the Lieutenant Governor made a public statement rejecting Mayor Zimmer’s allegations, but they did not discuss the Lieutenant Governor’s statement. Orsen told DiMaggio at some point that Orsen and DiMaggio were not going to speak about Mayor Zimmer’s allegations and the ShopRite event.

B. May 2013–September 2013

DiMaggio recalled that the Lieutenant Governor and Mayor Zimmer attended at least two events together in 2013 other than the ShopRite tour. She remembered that Mayor Zimmer and the Lieutenant Governor both attended a Sandy Gala in early 2013. DiMaggio recalled that the Lieutenant Governor and Mayor Zimmer walked around the gala together.

DiMaggio recalled that the Lieutenant Governor and Mayor Zimmer also attended an event together in August or September 2013, when the Lieutenant Governor went on an agribusiness tour and toured a Farmer’s Market in Hoboken with Mayor Zimmer. DiMaggio described the event at the Hoboken Farmer’s Market as informal. DiMaggio recalled that the Lieutenant Governor toured the Farmer’s Market with Secretary Douglas Fisher of the New Jersey Department of Agriculture, Mayor Zimmer, and a member of Mayor Zimmer’s staff. DiMaggio walked behind the officials. DiMaggio recalled that Mayor Zimmer and the Lieutenant Governor appeared cordial. DiMaggio did not notice any friction between them. DiMaggio recalled visiting Carlo’s Bakery after the Farmer’s Market tour with the Lieutenant Governor and Secretary Fisher; DiMaggio did not specifically recall whether Mayor Zimmer also visited Carlo’s Bakery. DiMaggio remembered that Secretary Fisher was excited to visit Carlo’s Bakery and that the Lieutenant Governor and Secretary Fisher and possibly Mayor Zimmer ate and talked at the bakery after touring the Farmer’s Market. DiMaggio recalled that everyone was very friendly.

V. Rockefeller Group Project

DiMaggio had not heard of the Rockefeller Group’s project until she read about Mayor Zimmer’s allegations in the press. DiMaggio has never heard the Lieutenant Governor discuss the Rockefeller Group’s project. DiMaggio explained that while the Lieutenant Governor generally promoted economic development, DiMaggio, as her aide, was
not involved in the particulars. DiMaggio recalled certain development projects, like the Panasonic Project in Newark, that the Lieutenant Governor dealt with on a regular basis. But the Rockefeller Group’s Hoboken project was not one of those projects. DiMaggio stated that she never heard the Lieutenant Governor express any concern about any economic development projects in Hoboken.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Doherty Interview Memorandum

This memorandum memorializes phone calls to Mayor Matthew Doherty of Belmar on January 28, 2014, February 13, 2014, March 24, 2014, and April 8, 2014 by Randy Mastro, Sripriya Narasimhan, and/or Sarah Vacchiano of Gibson Dunn. Mayor Doherty was not represented by counsel at any of these times. Mayor Doherty has not been given a copy of this memorandum to review. All information contained herein was obtained from Mayor Doherty or as indicated.

The following contains Mayor Doherty’s biographical information as background, gathered from publicly available sources: Mayor Doherty is a Democrat elected in the town of Belmar, New Jersey. He earned a Bachelor’s and Master’s degree in Public Policy from Georgetown University. Doherty currently holds the position of Financial Advisor with Investors Bank, a community bank headquartered in New Jersey. He is married and has two daughters.

At the outset of the call on January 28, 2014, Mastro introduced Gibson Dunn and informed Doherty that Gibson Dunn is conducting an internal review for Governor Chris Christie’s office concerning the recent allegations made by Mayor Dawn Zimmer of Hoboken. Mastro told Doherty that the primary objective of the phone call was to determine the facts and then report back to the Governor’s Office on our findings to assist that office in addressing any issues relating to these allegations.

Doherty stated that he attended the New Jersey TV town hall meeting on May 16, 2013, with others involved in Sandy recovery, including Mayor Zimmer and Commissioner Constable. Doherty explained that he was seated next to Zimmer and Constable in the front row. Doherty explained that the entire group was gathered in the green room until shortly before the beginning of the televised broadcast. They left the green room and mingled on stage, and then were seated a few minutes before the beginning of the broadcast, at which
point they were mic’d up. Doherty spent that time talking with Constable and Zimmer. Once seated, the panelists were issued microphones. Doherty clarified that Constable and Zimmer did not seek each other out and that all panelists had assigned seats.

When asked about whether Doherty was in a position to hear the conversation that took place between Constable and Zimmer during the few minutes during which they were seated prior to the broadcast, Doherty responded that he told the press that he did not hear the substance of that conversation, even though, on reflection, he had. He then asked Mastro “where our conversation goes,” and insisted that he was “not looking to be a part of the story, to get subpoenaed, or to testify.” Mastro said that Gibson Dunn would report its findings to the Governor’s Office and that the Governor’s Office would decide whether to release them to the public.

Doherty explained that Constable and Zimmer had indeed discussed both economic development and Hoboken’s multi-million-dollar hazard mitigation proposal. Doherty stated that he remembered the cost of the mitigation project because it was so large in comparison to Belmar’s small request. Doherty stated, “Constable never implied that there was quid pro quo,” and he never said anything like “if you move the project forward the money will start to flow.” Zimmer and Constable talked about both subjects, but Doherty stated that Constable never tied any development project to Sandy relief. Doherty added that while, in reality, there was no connection made, it was his impression that Zimmer may have associated the two subjects in her own mind.

Although Doherty was not sure whether Constable or Zimmer had been the first to raise the issue of the development project, Doherty stated that they spent almost no time discussing it and quickly pivoted to Zimmer’s hazard mitigation proposal. They spent most of the conversation on the subject of hazard mitigation and Zimmer did most of the talking. Constable stated, “Get your projects in. The money is going to start coming in.” Doherty mentioned that this made sense to him at the time and makes sense now because Constable’s area of expertise was not economic development but, rather, affordable housing, and, therefore, he would not have been following the status of development projects in New Jersey.

Mastro said that the Governor’s Office would not be subpoenaing Doherty, but that, at some point, another investigation might subpoena or question Doherty and he would have to tell the truth.

Doherty said that he would be comfortable saying on the record that he did not hear Constable say anything like “if you move it forward, the money will start flowing to you,” that Constable has never threatened or intimidated Doherty before, and, in Doherty’s experience, Constable would never threaten or intimidate anyone.
Mastro closed by telling Doherty that prior to Gibson Dunn reporting to the Governor’s Office or other investigators, Mastro would inform Doherty of the substance of the conversation that Gibson Dunn intended to relay that Doherty said he was “comfortable saying on the record.”

Mastro and Narasimhan conducted a follow-up conversation with Mayor Doherty on February 13, 2014. During this conversation, Mastro informed Doherty that he was calling to honor his commitment to follow up with Doherty concerning the limited amount of information Doherty was comfortable revealing on the record. Mastro recited Doherty’s account that the group was gathered in the green room before the broadcast and subsequently mingled on stage before being seated a few minutes before the broadcast began and then mic’d up. Mastro confirmed that all of the panelists’ seats were assigned, that Doherty had spoken with both Zimmer and Constable, that Doherty did not hear Constable say anything to Zimmer to the effect of, “if you move forward, the money will start flowing to you,” and that Doherty had never experienced any threats or intimidation by Constable, and, in his experience, does not believe Constable would do so.

Doherty confirmed this information and added that he was also comfortable saying on the record that, in the minutes before the program, the panelists “traded stories,” some of them related to Sandy, and during the entirety of that conversation, Doherty did not hear any comments that anyone was suggesting any quid pro quo or threatening anyone in any way in that conversation. Doherty further said that in all of his experiences working with DCA Commissioner Constable, Doherty has always found him to be positive and constructive. He has never seen Constable threaten anyone and, knowing him as he does, does not believe Constable would ever do so.

Finally, Doherty inquired when our report would be made public, and Mastro responded that would be up to the Governor’s Office but that the information would likely soon be provided privately to other investigators before then.

In closing, Doherty thanked Mastro for his professionalism and courtesy and said that he would be happy to continue to assist our investigation in the future.

On March 24, 2014, Mastro and Narasimhan contacted Doherty to confirm Gibson Dunn’s understanding of Doherty’s account. Mastro discussed with Doherty the exact language to be used in Gibson Dunn’s report memorializing their previous conversations and asked Doherty to confirm whether it was accurate. Doherty made one stylistic edit and then approved the exact language. It is this approved language that was then incorporated in the report to recount Doherty’s recollection of what transpired between Mayor Zimmer and Constable on May 16, 2013. On this phone call as well, Mayor Doherty thanked Mastro for
the professionalism displayed in having the commitment he previously made to Mayor Doherty to go over that language with him before releasing the report.

On the morning of April 8, 2014, Mastro and Sarah Vacchiano contacted Doherty and had a follow-up conversation to confirm the content and accuracy of this memorandum before it would be produced to anyone else.
Memorandum

On January 19, 2014, March 10, 2014, and March 22, 2014, Michael Drewniak was interviewed by Randy M. Mastro, Alexander H. Southwell, Debra Wong Yang, Avi Weitzman, and/or Sarah L. Kushner of Gibson Dunn. On January 19, 2014, Drewniak was not represented by counsel. On March 10 and 22, 2014, Drewniak was represented by Anthony Iacullo and Joshua Reinitz of Iacullo Martino. All information contained herein was provided by Drewniak or as indicated. Drewniak has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Drewniak refrain from discussing the investigation and interview with others. Drewniak stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Role and Responsibilities

Drewniak was the Public Information Officer at the U.S. Attorney’s Office for the District of New Jersey (the “U.S. Attorney’s Office”) from approximately October 1998 until 2010, where he worked under three different U.S. Attorneys. Drewniak did not interact with the Port Authority of New York & New Jersey (the “Port Authority”) while at the U.S. Attorney’s Office. In 2010, Drewniak became Press Secretary in the Governor’s Office. Drewniak described his responsibilities as Press Secretary as follows: he takes incoming questions from reporters or legislators and then “chases down” the relevant people in the Office to declare the answer. Drewniak said that he tended to respond to a lot of these
inquiries on his own, but if there was a “hot button” issue, he would consult with Maria Comella, the Deputy Chief of Staff for Communications and Planning, on an appropriate response.

Drewniak’s most frequent communications were with the Policy office. If the press or other inquiry concerned a political issue, Drewniak would often talk to the Governor’s Chief of Staff, Kevin O’Dowd, because he was the expert in the Office on legislative matters and had a close relationship with legislators. Drewniak also often interacted with the attorneys in the Office, including Principal Deputy Chief Counsel, Paul Matey, whom Drewniak considered a helpful resource.

Drewniak’s responsibilities also include working with departments in the Administration to help them respond to press inquiries that they receive. Drewniak clarified that a department did not necessarily need the Administration’s approval before it could respond to a direct inquiry. Drewniak did not reach out to the Authorities Unit frequently because that unit was generally proactive in keeping Drewniak apprised of any issues that the communications staff should know about. Drewniak added that he might on occasion help direct a department to others in the Office who might have relevant information. For example, Drewniak frequently dealt with the Treasurer’s office, possibly on budget issues.

B. Reporting Lines

Drewniak reports directly to Comella and the Governor. On certain issues, Drewniak reports directly to the Governor, but keeps Comella involved. When Drewniak raised issues or information with the Governor, it was usually based on the subject matter. Sometimes Drewniak would just flag for the Governor that a certain press issue was not going to be a big deal. If a press issue was significant, Drewniak’s practice was to bring it to Comella’s attention and then either she or Drewniak would relay that information to the Governor per Comella’s instruction.

Drewniak has a working relationship with the Governor. Drewniak said that he communicated with the Governor often, but not daily. Sometimes the Governor called Drewniak at home if, for example, a story came up on a Sunday.

C. “Front Office”

Drewniak understood the term “front office” to mean the entire senior staff, including Bridget Kelly when she was Deputy Chief of Staff overseeing the Legislative and Intergovernmental Affairs (“IGA”) unit in the Governor’s Office. During the Governor’s first term, Drewniak was a “junior” senior staff member because he was not on the official masthead, but had full access to senior staff and often attended senior staff meetings.
D. Interactions with IGA

Drewniak did not have a lot of interaction with IGA, including little contact with Bridget Kelly and Bill Stepien. Drewniak did not have a personal relationship with either of them. Drewniak would contact IGA, including Kelly, in connection with a press inquiry when, for example, he needed information about a particular municipality and/or a local mayor. In addition, if a State legislator called the Office with a complaint, Drewniak might ask Kelly what she knew about that legislator and if Drewniak should call him/her back.

E. Interactions with the Port Authority

1. Relationship with David Wildstein and Bill Baroni

Drewniak became friends with David Wildstein and Bill Baroni in or around 2010. Drewniak’s personal relationship with Wildstein began when Wildstein was an anonymous blogger on PoliticsNJ.com (now, PolitickerNJ.com) and Drewniak still worked at the U.S. Attorney’s Office. Drewniak developed a trusting relationship with the blogger, but did not know his identity. In or around 2010, shortly after the Governor was elected and Drewniak joined the Office, Wildstein revealed himself to Drewniak. After that, Drewniak developed a friendship with Wildstein. Drewniak enjoyed talking to Wildstein about politics, as Wildstein was knowledgeable on the subject, especially New Jersey and national politics.

Drewniak became friends with Baroni when Baroni was already at the Port Authority. At some point after Drewniak joined the Governor’s Office, and probably in 2010, Wildstein told Drewniak that he should meet Baroni, and, thereafter, the three of them had dinner in Newark. Drewniak noted that, contrary to news reports, Baroni (not the Governor) identified and recruited Wildstein to be his number two at the Port Authority.

When Wildstein accompanied Baroni to the State House for a meeting, Wildstein would often stop by Drewniak’s office to say hello. Drewniak and Wildstein used to be friends and Wildstein would reach out to Drewniak fairly regularly, although Drewniak was usually too busy with work to talk for an extended period of time.

Regarding the Governor’s interactions with Wildstein, Drewniak recalled very few instances in which Wildstein was present for a substantive conversation with the Governor. For example, when Baroni would come to the State House for a meeting with the Governor, Wildstein usually sat outside of the meeting. Drewniak commented that Wildstein knew his place, and would sit outside of the room and provide information when asked because he was the “fact guy.” Drewniak said that, contrary to reports, the Governor and Wildstein were not childhood friends; they ran in different circles.
As for how Baroni knew Wildstein, Drewniak’s understanding was that Baroni and Wildstein have known each other for a long time, dating back to when they both worked for the late Congressman Bob Franks, with whom they were very close.

2. Drewniak’s Potential Position at the Port Authority

In the context of describing his relationship with Baroni and Wildstein, Drewniak explained that Baroni and Wildstein wanted him to join the Port Authority in a senior communications role, replacing Jamie Loftus. Drewniak was concerned about taking on such a high-level job, but Baroni and Wildstein assured Drewniak that he could do it well.

Approximately 18 months ago, Drewniak told the Governor that he was considering going to the Port Authority because he needed a change and wanted to earn a higher salary. The Governor responded that they should see where things stood at the end of the first term.

Drewniak never had any authority over Port Authority-related issues within the Governor’s Office as a result of Drewniak’s connections to the Port Authority, but Wildstein, and, less frequently, Baroni, would ask Drewniak for his input on a proposed public announcement from the Port Authority. In addition, Wildstein would sometimes seek Drewniak’s advice in connection with a New Jersey-centric Port Authority project. For example, recently, Port Authority Executive Director Patrick Foye refused to allow the Port Authority to put out announcements about a New Jersey-centric project under the Port Authority’s banner. As a result, Wildstein asked Drewniak if he could put the project on the Governor’s daily schedule, which Drewniak said he would do.

Drewniak explained that Wildstein would often complain to Drewniak about personality issues and conflicts within the Port Authority, especially between Wildstein and Foye.

As for interactions Drewniak had with others at the Port Authority, Drewniak sometimes interacted with the Port Authority’s press office.

The only time that Drewniak recalled visiting the Port Authority was when Wildstein took Drewniak and his kids on a tour of the Freedom Tower.

Drewniak said that Wildstein described himself as best friends with Paul Nunziato, the head of the Port Authority police union.

F. Interactions with the Governor’s Campaign

Drewniak had very little to do with the Governor’s reelection campaign. Drewniak’s involvement was limited to (1) participation in daily scheduling calls between the Office and the campaign; and (2) interacting with the campaign’s Press Secretary, Kevin Roberts, on
certain press inquiries that both the Office and the campaign received. Participants on the scheduling call included: Roberts, Comella, Lauren Fritz (who dealt with social media and other media networks), Colin Reed, a researcher, and some additional members of the communications staff. Drewniak volunteered a few times off-hours toward the end of the campaign. For example, he took two days off before election night to volunteer for the campaign.

G. Nicole Davidman Drewniak

Drewniak first met his current wife, Nicole Davidman Drewniak, when he was still at the U.S. Attorney’s Office and she was working for Governor Christie. In particular, Drewniak took the day off to hear the Governor speak, where he met Nicole and Bill Stepien. Drewniak did not see Nicole again for another 18 months. The next time that Drewniak saw Nicole was when a mutual friend invited Drewniak to meet them for lunch; Drewniak and Nicole then hit it off.

Drewniak briefly described Nicole’s employment background: after working on the Governor’s first gubernatorial campaign, she went to work for New Jersey’s Board of Public Utilities. Subsequently, she helped fundraise for the New Jersey Republican Party. After that, she worked on the Governor’s reelection campaign. Nicole was the finance director for the Governor’s 2014 inaugural, and now works in consulting.

II. Chronology of the George Washington Bridge Events

Drewniak was next asked about his knowledge in connection with the lane realignment from September 9–13, 2013.

A. Spring 2013

Drewniak was not aware of any effort to obtain the endorsement of Fort Lee Mayor Mark Sokolich in the spring of 2013. Drewniak had never heard of Mayor Sokolich before the lane realignment was reported in newspaper reports.

Drewniak learned about local officials’ endorsements when they were announced or if the Office’s schedule showed that the Governor was visiting a certain town and Drewniak would ask someone in the Office what that visit was for.

B. August 2013

Drewniak was not aware in August 2013 of any communications between Kelly and Wildstein about traffic problems. Moreover, Drewniak could not think of anything that might have occurred around then to prompt the August 13, 2013 exchange between Kelly and Wildstein regarding Fort Lee traffic issues.
Drewniak did not specifically recall texting Wildstein on or around August 27, 2013, but said that he and Wildstein could not have been discussing the lane realignment, as Drewniak had no advance knowledge of or involvement in the lane realignment.

C. September 9–13, 2013 – GWB Lane Realignment

Drewniak was asked about a call he had with Wildstein on September 11, 2013, after a 9/11 Memorial event. Drewniak explained that it was typical for Wildstein—who was always concerned about what the Governor’s Office thought of him—to call Drewniak before and/or after a Port Authority event that the Governor attended to make sure that the event went well. On this call, Wildstein was likely following up with Drewniak about the 9/11 Memorial event. During the conversation, Wildstein did not mention anything about having talked to the Governor that day.

Drewniak’s attention was directed to a September 12, 2013 press inquiry to the Port Authority from Bergen Record reporter John Cichowski regarding the lane realignment, which Wildstein subsequently forwarded to Drewniak and Kelly that day. Drewniak did not specifically recall receiving this email at the time. Drewniak elaborated that September 12, 2013, was also the first day of a large fire in Seaside and, as such, his focus at the time was primarily on the fire and relaying real-time information to Comella, who was on site at Seaside. Drewniak would not have focused on Cichowski’s inquiry at the time, as it was typical for Wildstein to pass along to Drewniak, as Press Secretary, press inquiries that the Port Authority received. Drewniak received this email from Wildstein without any background on the lane realignment or having previously had any conversations with Wildstein about it. Drewniak did not know anything about the lane realignment at that time. Drewniak did not reply to Wildstein’s September 12, 2013 email—indeed, Drewniak believed that he did not see this email until at least the next day (on September 13, 2013) because he was preoccupied with the Seaside fire—but could not recall if Wildstein called him thereafter to follow up on the email.

Drewniak’s attention was directed to a second email that Wildstein sent Drewniak and Kelly on September 12, 2013, which Drewniak also believed he did not read until at least the next day. This second email contained the Port Authority’s response to the Cichowski press inquiry: “The Port Authority is reviewing traffic safety patterns at the George Washington Bridge to ensure proper placement of toll lanes. The PAPD has been in contact with Fort Lee police throughout this transition.” At the time, Drewniak did not find these emails unusual or alarming in any way because it was common for Wildstein to keep Drewniak apprised of press inquiries that the Port Authority received. Drewniak added that, in hindsight—i.e., since January 2014, when emails about Kelly’s and Wildstein’s involvement in the lane realignment became public—he has wondered if Wildstein was trying to pull him into something at the time.
Regarding Drewniak’s use of his work email account, as opposed to his personal email account, Drewniak said that Wildstein sent emails to Drewniak’s Gmail and work email accounts interchangeably. Drewniak recalled that he once told Wildstein that they should communicate on Gmail if Wildstein was asking Drewniak for advice on something that did not pertain to Drewniak’s official responsibilities. Drewniak added, however, that he often forwarded his work emails to his Gmail account because it was easier for him to read his emails on his iPhone than his work-issued cell phone. Asked if Drewniak knew if Kelly used the Yahoo account that Wildstein had emailed her at, Drewniak did not know. Drewniak did not get many emails from Kelly, especially from her personal email account.

Drewniak was asked if he recalled seeing an article in the “Road Warrior” column in *The Bergen Record* on or about September 13, 2013, about the traffic problems. Drewniak received and reviewed press clips every morning, but did not recall this story. Drewniak also did not recall any discussion in the Governor’s Office about this article. Drewniak believed that he went down to Seaside on September 13, 2013, to assist with the Governor’s boardwalk events and interface with the press regarding the Seaside fire.

**D. September 15, 2013**

Drewniak did not recall talking to Wildstein on the phone on September 15, 2013, but said that it was possible that they spoke that day, as they used to speak relatively often.

**E. September 17, 2013 Wall Street Journal Article**

On the evening of September 16, 2013, a reporter for *The Wall Street Journal*, Ted Mann, called Drewniak for a comment about the lane realignment, and, on September 17, 2013, Heather Haddon, another reporter for *The Wall Street Journal* followed up on the same inquiry. Drewniak recalled thinking to himself, what is this? At that point, Drewniak vaguely recalled the September 12, 2013 emails from Wildstein to him and Kelly about the same lane realignment issue, so Drewniak reached out to Kelly and, separately, to Wildstein about *The Wall Street Journal*’s inquiry. When Drewniak received a press inquiry about a particular issue, it was his practice to consult the relevant individuals to quickly gather information necessary to respond to press inquiries he received. Here, Drewniak reached out to Kelly and Wildstein (Drewniak’s primary contact for Port Authority-related issues) for that reason. Drewniak did not raise the inquiry with Comella around this time because the inquiry did not seem important.

On September 17, 2013, before *The Wall Street Journal* article was published, Drewniak went by Kelly’s office and briefly asked her about *The Wall Street Journal*’s press inquiry. Kelly acted nonchalant about the inquiry, seemed to be busy with other matters, and said that she had no idea what the inquiry was about other than that it seemed to be about traffic issues. Drewniak elaborated that he ran the press inquiry by Kelly because it was
relevant to IGA, as the inquiry suggested confusion within the local community of Fort Lee, and because Kelly was on the September 12, 2013 emails from Wildstein.

That same day, September 17, 2013, Drewniak spoke to Wildstein on the phone, during which conversation Wildstein said that the lane realignment was a traffic study that the Port Authority had conducted. Wildstein also told Drewniak that the Port Authority often conducted traffic studies and that the Fort Lee traffic study was blind because it was a pilot study and informing people of it beforehand would skew the results, which seemed logical to Drewniak. Wildstein explained to Drewniak that Fort Lee had three designated lanes on the Bridge and that this was something that the Port Authority had wanted to review to see if there was another traffic pattern that would allow traffic from I-80/95 to move more quickly. Later that afternoon, Drewniak sent an email to Wildstein essentially memorializing Wildstein’s explanation of the lane realignment.

Drewniak said that his response by email, dated September 17, 2013, to Heather Haddon of The Wall Street Journal reflected the information that Wildstein had provided to Drewniak about the lane realignment, except for a reference to an unrelated DOT study, which was something that Drewniak independently recalled.

Drewniak was shown a September 18, 2013 email he received from Wildstein about the September 17 Wall Street Journal article. Drewniak did not know at the time what Wildstein meant in the email by, “I was unusually nervous over this one.” Asked about Drewniak’s comment in the email that the article did not “run wild with that crazy allegation it was done as political retaliation. That was a nutty suggestion,” Drewniak generally recalled learning about this political retaliation allegation at the time and discussing it with a reporter, but could not recall if it was with Mann or someone else.

Following The Wall Street Journal article and subsequent public reports about the lane realignment, Wildstein repeatedly told Drewniak that the lane realignment was a traffic study and that it was something the Port Authority had a right to do.

Drewniak was asked about a groundbreaking event in Newark for Panasonic around this time and whether he was involved in drafting a press release for that event. Drewniak recalled the event, but would not have been involved in drafting the press release, although he may have reviewed and revised it.

Drewniak did not recall any discussions with senior staff or the Governor about the lane realignment in September 2013.

F. October 1, 2013 Wall Street Journal Article

Asked about Drewniak’s recollection concerning the October 1, 2013 Wall Street Journal article that included a copy of Foye’s September 13, 2013 email, Drewniak said that,
on or around October 1, 2013, in connection with this article, Drewniak realized for the first time that he was dealing with something that was not ordinary. Shortly before the article was published, Wildstein forwarded Drewniak Wall Street Journal reporter Mann’s inquiry to the Port Authority about the lane realignment and, shortly thereafter, Mann asked Drewniak for a comment about the same story. Before he responded to Mann, Drewniak called Wildstein to ask him about the Foye email referenced in the inquiry; Drewniak also requested a copy of the Foye email so that he knew exactly what he was dealing with. Wildstein then sent Drewniak the Foye email, at which point Drewniak realized that, because of Foye’s involvement, the situation was more elevated than he initially understood. Drewniak elaborated that this was because of the historical tension between the New York and New Jersey sides within the Port Authority in general and the animosity between Foye and Wildstein in particular.

Drewniak read Foye’s email with a colored view because he knew that Foye hated Wildstein. Drewniak explained that the Port Authority was an agency with a lot of money and a lot at stake, and that there was an inherent conflict built into the agency’s structure between the New York and New Jersey sides. Drewniak understood that Wildstein was the one who would push hard to advance New Jersey-focused projects at the Port Authority. Drewniak commented that the New York/New Jersey rivalry was not between the two governors and did not take place at that level; rather, this rivalry occurred among the staff and was not at the urging of the governors.

As an example of Foye’s disdain for Wildstein, Drewniak explained that a Port Authority employee had filed a harassment complaint with human resources against Wildstein. Human resources apparently looked into the complaint and determined that there was nothing to the allegation. According to what Wildstein told Drewniak, after human resources closed its inquiry, Foye hired special counsel to conduct an independent investigation; Drewniak recalled that the special counsel was a former Assistant U.S. Attorney in the Southern District of New York. Drewniak received an email from Wildstein in which email Wildstein complained that he had to spend $50,000 for a lawyer because Foye decided to conduct his own investigation in response to this complaint even after human resources had determined there was nothing to the allegation.

Drewniak thought that he spoke to Comella and possibly O’Dowd and/or McKenna about the Foye email, but did not specifically recall whether it was shortly before or shortly after the October 1 Wall Street Journal article was published.

G. Post-October 1, 2013

On or around October 2, 2013, Drewniak spoke to Kelly at the State House about the October 1 Wall Street Journal article, which was the second and last time that Drewniak recalled discussing the lane realignment with Kelly. In particular, after the article was
published, Drewniak went by Kelly’s office and asked if she had any light to shed on this story. As with the September 17, 2013 Wall Street Journal article, Drewniak thought to ask Kelly about the October 1, 2013 article because it involved Mayor Sokolich and the lane realignment’s impact on the Fort Lee community, which were issues that Kelly would deal with as the head of IGA. Drewniak asked Kelly if she knew anything relevant to this inquiry. Kelly was flippant in her response, rolled her eyes, and commented that this was something about traffic. This type of response was typical of Kelly.

Drewniak did not recall meeting with Wildstein at the State House on or around October 2, 2013.

H. October 7, 2013 – Port Authority Committee Meeting

As asked what he remembered about State Senator Loretta Weinberg’s presence at an October 2013 Port Authority committee meeting, Drewniak recalled that Wildstein had emailed him about who was going to be at this meeting. Drewniak received a lot of press inquiries after either the October 7 or October 16, 2013 Port Authority meeting, so he called Wildstein to ask how the meeting went, as Drewniak typically would.

Drewniak’s attention was directed to an October 7, 2013 email he sent to O’Dowd, forwarding a press inquiry that Drewniak had received from The Star-Ledger about the lane realignment. By way of background, Drewniak explained that O’Dowd was the expert in the Office on legislative matters and that it was Drewniak’s practice to consult O’Dowd on press inquiries implicating legislators. At this point, Weinberg was focused on the lane realignment and Drewniak wanted to inform O’Dowd that the story about the issue was heating up as a result. Drewniak relayed The Star-Ledger inquiry to O’Dowd with respect to O’Dowd’s involvement in legislative issues and not in O’Dowd’s capacity as Chief of Staff.

I. October 16, 2013 – Port Authority Committee Meeting

Drewniak’s attention was directed to an October 16, 2013 email from Regina Egea, the director of the Office’s Authorities Unit, to Drewniak, McKenna, and O’Dowd, informing them of that day’s Port Authority committee meeting that Weinberg attended. Drewniak said that Egea or Nicole Crifo (also in the Authorities Unit), who were responsible for interfacing with the Port Authority, would typically send these types of Port Authority-related updates.

J. October 17, 2013

Drewniak’s attention was directed to an October 17, 2013 email he received from Wildstein, forwarding another press inquiry from The Wall Street Journal. That inquiry asked about Wildstein’s presence at the Bridge during the lane realignment. Drewniak did not recall otherwise discussing this inquiry with Wildstein, but said it was possible that they
spoke on the phone about it. Drewniak did not recall discussing this inquiry with O’Dowd at the time.

Drewniak did not specifically recall talking to Baroni on the phone on October 17, 2013. Around this time, Drewniak sensed that Baroni was frustrated because he wanted the Port Authority to be able to speak out about the lane realignment, and would ask Drewniak for permission for the Port Authority to do so. Drewniak told Baroni that the Port Authority could do what it wanted to, that this was not his (Drewniak’s) decision to make, and that Baroni would have to talk to Comella about that.

K. Sometime Around Mid-October 2013–November 16, 2013

At some point during the period of mid-October 2013–November 16, 2013 (when Drewniak left for vacation), as the press became increasingly focused on the lane realignment, Wildstein began claiming to Drewniak that others—namely, Stepien and Kelly—knew about the traffic study. With hindsight, Drewniak thought that Wildstein was trying to build up a cover story that others knew about the lane realignment in order to protect himself.

L. Post-November 5, 2013

Drewniak was asked who he spoke to about Wildstein’s statement that Stepien and Kelly knew about the lane realignment. At some point in or around November 2013, Drewniak went to Comella to tell her about Wildstein’s statement, but Comella was not focused on the subject. Drewniak then went to see Matey to relay what Wildstein had told him, but Matey said that he was not handling the matter, instead directing Drewniak to McKenna. Drewniak then went to McKenna and relayed what Wildstein had said. Drewniak was not sure but thought that he likely approached these senior staff members after November 5, 2013 (Election Day), and noted that he was on vacation in Mexico from November 16–25, 2013. Drewniak returned to the office on November 29, 2013, the Friday after Thanksgiving, but the office was relatively empty.

After he spoke to McKenna about Wildstein’s statements, Drewniak did not think that he had to report it to anyone else in the Office. Asked if Drewniak spoke to anyone else about what Wildstein told him at the time, Drewniak said that he told his wife but did not specifically recall when.

M. November 6, 2013

Drewniak’s attention was directed to a November 6, 2013 email exchange between him and Wildstein about an inquiry from The Wall Street Journal regarding an upcoming story that Wildstein was the one who ordered the lane realignment. Drewniak did not specifically recall talking to Wildstein on the phone about this inquiry, but said it was
possible. Drewniak recalled talking to Wildstein about other Port Authority matters around this time, including about the complaint that had been filed within the Port Authority against Wildstein.

N. November 14, 2013

Drewniak’s attention was directed to a November 14, 2013 email to him from Wildstein, which read, “Checked the sign in sheets – Ted Mann was at the September 20, 2012 board of commissioners meeting where this was announced.” Drewniak explained that this was referring to a story that Wall Street Journal reporter Mann was writing about the Port Authority’s use of Chinese steel in constructing a tower. Wildstein was pointing out to Drewniak that this was not a new issue, but had been previously raised at a 2012 Port Authority meeting that Mann had attended. Drewniak noted that it was typical of Wildstein to do something like this (checking a meeting’s sign-in sheets) to prove his point.

O. November 25, 2013 – Baroni’s Testimony

From November 16–25, 2013, Drewniak was on vacation. Shortly before Drewniak went on vacation, Baroni called Drewniak and reiterated his desire for Drewniak to join the Port Authority.

Asked if Drewniak spoke to Baroni about his testimony before Baroni’s November 25, 2013 hearing, Drewniak recalled that he had a brief encounter with Baroni at the State House, during which encounter Baroni said words to the effect of, “we’re fine, we have a traffic study.” Drewniak was not involved in preparing Baroni for his testimony. Drewniak did not speak to Baroni about his testimony after the hearing.

Drewniak’s attention was directed to a November 25, 2013 email exchange between him and Wildstein in which Drewniak said that Baroni’s testimony “[s]eems to be going okay overall.” Drewniak explained that he was traveling back from vacation that day and did not listen to Baroni’s testimony. Therefore, Drewniak believed that he must have seen news reports online suggesting that the testimony was going well.

Drewniak pointed out that one of the documents leaked to the press in connection with the lane realignment contained texts between Wildstein and Baroni from around the time of Baroni’s hearing, and that these texts referenced a “Nicole.” Drewniak said that this Nicole referred to Nicole Crifo, and not Drewniak’s wife, Nicole Davidman.

P. December 2, 2013 – Press Conference and Governor’s Nomination of New Attorney General

Drewniak was not involved in preparing the Governor for his December 2, 2013 press conference. Regarding the Governor’s statement at this press conference about “moving the
cones,” Drewniak pointed out that the Governor would never have said that had he had any knowledge of the lane realignment.

Drewniak was asked about a December 2, 2013 text message he received from Wildstein, asking, “Do you need anything from is re ft lee for gov presser,” to which Drewniak responded, “No, I think we’re good.” Drewniak explained that Wildstein constantly offered things to him (Drewniak) for the Governor’s Office and that Drewniak generally declined any such offers.

Q. December 4, 2013 – Drewniak and Wildstein Dinner

On December 4, 2013, Drewniak had dinner with Wildstein at Wildstein’s request. Specifically, on December 3, 2013, at 10:51 p.m., Wildstein, who was socially friendly with Drewniak, wrote Drewniak that he needed “to talk to you soon, in person, once you get caught up and have some time.” The following morning, at 8:15 a.m. on December 4, 2013, Drewniak asked Wildstein if he wanted to meet for dinner that evening in New Brunswick, New Jersey. Wildstein and Drewniak agreed to meet that evening. The dinner was at a steakhouse in New Brunswick, N.J., and lasted for about 90 minutes. At the beginning of the dinner, Wildstein pointed to a packet of documents that he was carrying and said that he wanted to discuss these documents at the end of dinner. The majority of the dinner was social: Drewniak and Wildstein discussed politics, family, etc., as they usually did when they had dinner together.

Towards the end of dinner, Wildstein, who seemed anxious, began to tell Drewniak things that Wildstein seemingly wanted to be relayed back to the Office, including that Wildstein was willing to “fall on the sword” and was a team player. Drewniak said that Wildstein seemed to feel sorry for himself—on the one hand, Wildstein listed all of his and Baroni’s accomplishments during their time at the Port Authority, and, on the other hand, Wildstein said that he would do the right thing and step aside because of the lane realignment

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1 Two minutes after Drewniak suggested a dinner with Wildstein in New Brunswick, N.J. that evening, Drewniak emailed Kelly to ask if she was available “to go over something with you of some importance.” Kelly responded: “Yes. Want me to call you now?” Drewniak explained that this exchange with Kelly was about a press inquiry unrelated to the lane realignment. Specifically, this was about an inquiry relating to the Department of Education’s criteria for distributing a $4.5 million donation from the United Arab Emirates to New Jersey schools affected by Superstorm Sandy. Drewniak added that this story was never published in part because the Office successfully undermined any suggestion that this was a political story.

2 On December 4, 2013, Wildstein texted Drewniak, “6 [for dinner that night] is good Michael Aron and Samson are speaking at 3:15 by phone I will sit in.” When asked about the reference to Aron and Samson, Drewniak explained that Aron was the Chief Correspondent of NJTV and thought that Samson might have appeared on NJTV around that time to discuss O’Dowd’s recent nomination as Attorney General. Drewniak did not know why Wildstein would have been involved with this.
if that was asked of him. Wildstein wanted to know if he could nevertheless continue to have a place in the Administration or work on any future campaigns for the Governor. Wildstein said that he did not want his career to end like this, and neither did Baroni.

Wildstein also reiterated that Kelly and Stepien had some knowledge of the traffic study. In addition—and for the first time—Wildstein said that the Governor knew about the traffic study because Wildstein mentioned it to the Governor at a public event during the week of the lane realignment. Wildstein said this as he reiterated that the lane realignment was his idea and a legitimate traffic study. Wildstein did not at all suggest to Drewniak that he (Wildstein) or anyone else had any retaliatory or ulterior motive in conducting the lane realignment.

At the end of the dinner, Wildstein took out his packet of documents and said, “here is the traffic study,” and began to describe the documents. Drewniak said that Wildstein seemed to be trying to justify the lane realignment, asserting that it was a legitimate traffic study, albeit the Port Authority could have handled it better. Wildstein made a point of showing Drewniak internal Port Authority emails with traffic consultants and engineers about the traffic study, including in the days leading up to the lane realignment. Drewniak let Wildstein talk. Drewniak understood at this time that it was largely irrelevant at this point whether or not the lane realignment was a legitimate traffic study or not.

Wildstein also told Drewniak about a letter from Mayor Sokolich in which, according to Wildstein, the Mayor threatened to close down the toll entrance lanes from Fort Lee to cause traffic problems because he was not receiving the services that he wanted from the Port Authority. As a courtesy to Wildstein, Drewniak asked Wildstein to send him the letter. Drewniak told Wildstein to sit tight and to see how everything played out. Drewniak said that he basically just tried to get through the meal, which was painful for him because he sensed at that time that Wildstein was going to have to go. Drewniak did not understand why Wildstein emailed him after the dinner thanking him for his advice when Drewniak had not really given any.

Drewniak did not specifically recall speaking to McKenna around this time about his dinner with Wildstein, but said that it was possible that they spoke about it.

R. ~ December 5, 2013

Shortly after his dinner with Wildstein, Drewniak, who routinely spoke to O’Dowd, recalled going to O’Dowd’s office and discussing O’Dowd’s recent nomination and Drewniak’s role in the second term. The Governor, as he often would, stopped by O’Dowd’s office. Drewniak then informed the Governor about Wildstein’s claims. The Governor said he saw Wildstein at a public event the week of the lane realignment, but had no recollection of Wildstein saying anything to him about traffic or a study, and, even if Wildstein had, his
alleged drive-by comment would not have registered with the Governor. In the context of
Wildstein’s other claim—namely, that Kelly and Stepien knew about the lane realignment—
Drewniak asked the Governor if Stepien and/or Kelly had been questioned about whether
they in fact knew anything about the lane realignment. The Governor responded that he had
a feeling that Stepien was not telling the Governor everything. The Governor did not say
anything about Kelly.

Drewniak said that the Governor then commented that Wildstein and Baroni would
be asked to resign soon and that they had to go, as the Port Authority was too important an
entity that the Governor’s Office had to work with, which was not possible while Wildstein
and Baroni remained at the Port Authority due to the distraction of the lane realignment
issue. During this conversation, the Governor also confirmed to Drewniak that Gramiccioni
would be replacing Baroni at the Port Authority and that McKenna would be setting up the
meetings with Baroni and Wildstein to inform them of their resignations.

Thereafter, Drewniak texted McKenna to ask when he would be speaking to Baroni
and Wildstein, to which McKenna responded that he was meeting with Wildstein the next
day (December 6, 2013) and Baroni the following week.

S. December 6, 2013 – Meeting with Wildstein About His Resignation

On or around December 6, 2013, after meeting with Wildstein, McKenna called
Drewniak and described how the meeting went. McKenna had told Wildstein that he had
until 2 p.m. that day to resign, effective on or around December 31, 2013, or the Office
would fire him. McKenna told Drewniak that McKenna needed Drewniak’s assistance in
securing Wildstein’s resignation by that afternoon.

After Drewniak spoke to McKenna, Wildstein called Drewniak and said that he
would resign, but that had to get his ducks in a row, and wanted to talk to Drewniak, Stepien,
DuHaime, his dad, and his kids before he submitted his resignation. On the call, Drewniak
mentioned that the Office would have to issue some kind of statement, which Drewniak
would draft and show to Wildstein.

The plan was for Wildstein to resign at 2 p.m. that day. The Office would notify two
newspapers—The Bergen Record and maybe (Drewniak did not recall) The Wall Street
Journal—to disseminate the story. Thereafter, the Office would release its statement in
response to further press inquiries. Drewniak drafted the resignation statement, which he
sent to Wildstein, who called Drewniak and asked if the statement could be more effusive.
Drewniak subsequently emailed Wildstein that he had to balance different interests and that
Comella and McKenna had already approved the draft statement. As such, Drewniak did not
have much leeway to revise the statement without having to send it back to them for their
approval. During this time, McKenna expressed concern that Wildstein seemed to be
stalling, which was why, that day (December 6), Drewniak emailed Wildstein that “Charlie is getting itchy.” Ultimately, Wildstein accepted the resignation statement, and the Office notified the two newspapers about Wildstein’s resignation. In the interim, Drewniak reviewed the draft resignation statement with the Governor, who made minor changes.

The weekend following Wildstein’s resignation, on the way from an event in New York City, Drewniak sent Wildstein a text to make sure that Wildstein was doing okay. Wildstein responded that he was not feeling good and was having dinner with his wife.

T. December 9, 2013 – Wisniewski Committee Hearing

Drewniak was not involved in preparing any of the witnesses for the December 9, 2013 testimony before the Wisniewski Committee. Drewniak watched the testimony. Drewniak did not discuss this hearing with the Governor.

U. December 13, 2013

1. Senior Staff Meeting

Drewniak described the senior staff meeting that occurred the morning of December 13, 2013, which he learned about that same morning from one of the secretaries. In addition to senior staff, Drewniak was also present, which was typical for meetings held in connection with an upcoming press conference. Drewniak was not sure if Stepien was at the meeting, but remembered seeing Stepien in the State House that morning.

At the meeting, Drewniak sat slightly behind and to the right of the Governor. Drewniak explained that the Governor was angry with him because of a story about an alleged conversation between Governor Cuomo and Governor Christie in which Christie reportedly told Cuomo to have Foye back off, which Christie denied; the story was believed to have been planted by Foye. Drewniak had issued a statement in response to the story that, “Cuomo and Christie communicate often and their communications are private.” Drewniak said that Comella, but not the Governor, reviewed the statement before it was issued. At the senior staff meeting, the Governor criticized Drewniak about the statement, which Drewniak said he deserved because the statement seemed to confirm an otherwise false story. At the meeting, the Governor also expressed that he was upset because the Office had now made two mistakes since the election, referring to events involving State Senator Thomas Kean Jr., as well as the communications failure in connection with the lane realignments. The Governor said, in sum or in substance, that given the national attention on the Office in the wake of the election, everything had changed, and, as such, everyone in the Office had to be particularly aware of how they conducted themselves.

With respect to the public reports about the lane realignments, the Governor said, in the strongest tone that Drewniak had ever heard from the Governor, that the Office had taken
a beating over the Bridge events, that he thought he had put the issue to bed on December 2, 2013, but that he now had to address it further. Drewniak recalled that the Governor said that today was where they would cut this story off. Drewniak recalled the Governor looking around the room and making eye contact with everyone. The Governor instructed his staff that if they knew anything about the lane realignment that they had to come forward now. The Governor noted that he was going to hold a press conference in about two hours and that everyone had until then to tell McKenna or O’Dowd what they knew. The Governor said that McKenna and O’Dowd would be in their offices for the next two hours if anyone had anything they wanted to say to them. At that point, Drewniak was almost certain that Kelly would come forward; Drewniak clarified that this was not because he knew what Kelly knew, just that he suspected that she knew something about the lane realignment. Drewniak did not observe Kelly’s demeanor during the meeting because Drewniak barely took his eyes off of the Governor. This meeting was one of the most powerful things Drewniak has ever witnessed the Governor do.

Drewniak explained that, by nature, he was a nervous guy and was very nervous during this meeting because he knew that there would be a massive press turnout at the upcoming press conference and that the Governor would have to bear his soul. Drewniak said it was obvious from the Governor’s words and demeanor that he had nothing to do with the traffic realignment, and that the Governor was offended to think that anyone in his Office could have been involved. At the meeting, the Governor said words like, “we don’t have scandals” and “this is not us.” Drewniak knew the Governor’s statements were genuine, and from the heart.

2. Post-Senior Staff Meeting and Pre-Press Conference

After the meeting, Drewniak went to Comella’s office to reassure her that he had no prior knowledge of the lane realignment or any documents suggesting prior knowledge. Drewniak thinks he then tried to talk to O’Dowd, but O’Dowd was busy, so Drewniak went to see McKenna. Drewniak told McKenna that he did not have any prior knowledge of the lane realignment and then asked McKenna if “everyone” had been talked to, including Kelly and Stepien specifically, referencing the rumors that Kelly and Stepien had knowledge of the study. McKenna responded that everyone had been talked to and asked the same questions. McKenna said that Kelly had denied any prior knowledge of the lane realignment and denied having any documents regarding any such knowledge. McKenna also said that he had never trusted Kelly’s judgment and that he did not know Stepien well.

Drewniak did not recall hearing rumors that there were emails that Kelly was on reflecting knowledge of the lane realignment.

Before the press conference, Drewniak, Comella, and Reed put together a mock Q&A for the Governor.
January 8, 2014

1. Drewniak’s Final Communications with Kelly

Drewniak’s last communication with Kelly was on the morning of January 8, 2014, after Kelly first learned from a reporter that one of her emails was about to be released. In particular, Drewniak thought that Kelly forwarded him an email from the reporter, which Drewniak then gave to Comella. Kelly’s email to Drewniak also asked him to call her, which Drewniak did, but Kelly did not pick up. After Kelly’s emails were released that morning, Drewniak and Reed waited at the State House for further instruction. During this time, Drewniak reviewed the released emails and accompanying press stories, and had a conversation with reporter Shawn Boburg, who said that he was going to include Drewniak in a story about the lane realignment. Boburg relayed to Drewniak how he was going to describe Drewniak’s role in the Bridge events based on the emails that had been released. Drewniak emphasized to Boburg that he only learned about the lane realignments and the Foye email after the period of the lane realignment.

2. Meeting at Drumthwacket

According to Drewniak, Comella went straight to Drumthwacket on the morning of January 8, 2014. That afternoon, Matey called Drewniak and asked him to come to Drumthwacket, which he did. Drewniak brought some emails with him to Drumthwacket, including those that had already been publicly released.

When Drewniak arrived at Drumthwacket, people were sitting at a big table on the second floor. The Governor’s incoming Chief Counsel, Chris Porrino, and Matey then took Drewniak into a separate room, where they proceeded to interview and question Drewniak for approximately two hours. At the time, Drewniak was not concerned about what would happen to him because he was not personally involved in, and did not have any prior knowledge of, the lane realignment. Drewniak clarified that he might have been concerned at the time that the Office would let him go because of the statements in his emails about reporters, but not because he had any involvement with the lane realignment.

After Porrino and Matey finished questioning Drewniak, they told him to wait in the room. Thereafter, the Governor entered the room, and informed Drewniak that he (the Governor) had spoken to Porrino and Matey and that Drewniak’s employment would continue.

Afterwards, Drewniak and the Governor rejoined the rest of the group and turned to preparing for the upcoming press conference that the Governor was going to hold the following day. Drewniak said that the Governor was forthright and had great answers for all of the hard questions.
Drewniak recalled that the Governor was extremely sad that day, and that everyone was in shock. At Drumthwacket, the Governor said that he knew that Stepien had to go, but commented how hard that would be.

Asked if Drewniak recalled any discussion about what would happen to Kelly, Drewniak thought that Kelly had already been let go at that point and that the Governor said that Kelly had lied to him. Drewniak thought that it was easier to let Kelly go because her lies were much more direct, whereas, with Stepien, it was less clear what he knew when.

3. Drewniak’s Final Communications with Wildstein

The last time that Drewniak and Wildstein communicated was on January 8, 2014, late that night. Wildstein sent Drewniak an email with the subject, “Serbian,” and stating, “Did you see that bastard [Sokolich] hamming it up on Wolf Blitzer?” Drewniak was floored when he received this text and immediately thought that it was some kind of trap. Drewniak at first deleted the email because he was so offended, but then restored it shortly thereafter. Drewniak showed the email to his wife and to Matey.

W. Publicly Released Emails Regarding Drewniak

Drewniak explained the circumstances surrounding certain emails that he sent to or about reporters, which were leaked on or after January 8, 2014. First, Drewniak referred to an email in which he called a reporter at The Star-Ledger, Steve Strunsky, a “fucking mutt.” Drewniak explained that this comment referred to a story in or around October 2013, regarding a potential project between the Port Authority and United Airlines, which was unrelated to the lane realignment. In particular, Strunsky unsuccessfully sought comments from Drewniak and then Wildstein about the project. During one of Strunsky’s calls to Wildstein, Strunsky had Wildstein on speakerphone with Strunsky’s editor, Dave Tucker, in the room, unbeknownst to Wildstein until the end of the conversation. Wildstein relayed this conversation to Drewniak, who was furious because Strunsky’s actions represented a significant breach of trust that exists between reporters and their anonymous sources. Shortly thereafter, Drewniak received another email from Strunsky asking for a comment, which Drewniak forwarded to Wildstein and called Strunsky a “fucking mutt.” Later, Drewniak confronted Strunsky, who admitted how wrong it was to have called Wildstein with someone else listening.

With respect to an email in which Drewniak said, “fuck him and the SL,” in reference to a Star-Ledger reporter, Jim Namiotka, Drewniak explained that he was in a daily war with The Star-Ledger and that the Governor’s Office had no voice with that paper. Although Drewniak actually had a constructive relationship with Namiotka, Drewniak wrote this email in frustration because he was dealing with so many issues with The Star-Ledger at the time.
After the email was publicly released, Drewniak called Namiotka to apologize. Namiotka said that he understood and not to worry about it.

X. Communications from Strangers to Drewniak

On January 8, 2014, following the release of documents produced by the Assembly Transportation Committee, CNN republished those documents and posted them on its website. Certain of those documents contained Drewniak’s personal email address and his State-issued cellphone number. Shortly thereafter, strangers began sending Drewniak hate emails and text messages. Drewniak may have told his wife about these messages, but did not specifically recall. Drewniak continued receiving this hate mail for several days following the CNN report. Drewniak was upset by these messages, but noted that, as Press Secretary, it was not uncommon for him to receive random messages from strangers.

III. Superstorm Sandy Aid Allegations

Drewniak had not previously heard about the types of allegations that Hoboken Mayor Dawn Zimmer had recently alleged against the Lieutenant Governor in connection with Sandy aid. On January 17, 2014, the Office received an email from MSNBC seeking comment from the Governor’s Office about a story MSNBC was going to report that “Governor Christie’s administration has withheld Sandy relief funds from the city of Hoboken on the condition that Mayor Dawn Zimmer moves forward with the Rockefeller Group development in North Hoboken.” This email inquiry was a follow-up to MSNBC’s initial telephone inquiry about the story a few minutes earlier. Kara Walker, an employee in the Office’s communications department, who received MSNBC’s call, subsequently relayed the substance of that call to Drewniak and Reed. Walker said that MSNBC was seeking comment for a story regarding allegations that Mayor Zimmer was making against the Lieutenant Governor.

After talking to Walker and receiving MSNBC’s email, Drewniak went to the Lieutenant Governor’s office to inform the Lieutenant Governor’s Chief of Staff, Melissa Orsen, of MSNBC’s inquiry. Drewniak said that both the Lieutenant Governor and Orsen were in the office, at which point Drewniak relayed to them Mayor Zimmer’s allegations. The Lieutenant Governor responded that these allegations were insane and not true. This exchange was brief. Thereafter, Drewniak responded to MSNBC’s inquiry with a short statement questioning why, after all of this time, Mayor Zimmer, who had always been very supportive of the Administration, was now making outlandish and false accusations against it. Drewniak recalled that the Office did not know exactly what it was dealing with when it issued the statement.

IV. Document Retention Notices

Drewniak received the document retention notices and is in compliance with them.
On March 11, 2014, and March 13, 2014, Mike DuHaime was interviewed by Randy M. Mastro and Sarah Vacchiano of Gibson Dunn. DuHaime was represented by counsel Marc Mukasey during both interviews. All information contained herein was provided by DuHaime or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. DuHaime has not read or reviewed the memorandum and has not adopted or approved its contents. Mastro began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that DuHaime refrain from discussing the investigation and interview with others. DuHaime stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[DuHaime graduated from Rutgers University with a B.A. in journalism and political science.]

A. Relationship with Governor Chris Christie

DuHaime’s relationship with Governor Christie dates back to 1997, when DuHaime was working on a New Jersey state senate campaign at the same time that Governor Christie was running for re-election as Morris County freeholder. DuHaime got to know the Governor at that time and they stayed in touch through the years.

On January 1, 2009, DuHaime started working at Mercury Public Affairs, and also started working for Governor Christie when the Governor retained DuHaime’s consulting firm, Mercury Public Affairs, to consult for the gubernatorial campaign. The Governor hired Mercury again in 2013 for Governor Christie’s re-election campaign. DuHaime worked as a strategist on both of
Governor Christie’s campaigns. In this role, DuHaime coordinated the strategic part of the campaign, including consulting, polling and advertising.

DuHaime also worked as a consultant to the New Jersey Republican Party (“NJGOP”) after the primary in 2009, with a focus on the GOTV (“Get Out The Vote”) operation.

After Governor Christie was elected Governor in 2009, DuHaime served as one of ten volunteer members on the Governor’s transition committee. In that role, DuHaime was involved in reviewing resumes and making policy and staff recommendations. DuHaime stated that party affiliation was not a hiring factor, as the team was tasked with finding the best people regardless of political affiliation. DuHaime was not otherwise involved in setting up the structure of the Governor’s Office. Aside from serving on the transition committee, DuHaime did not work for the Governor in an official capacity during the Governor’s first term in office. DuHaime has not worked for the Governor during his second term since consulting on the Governor’s re-election campaign. DuHaime and the Governor are friends, and DuHaime gives the Governor informal advice when he asks for it.

When the Governor took office in 2010, DuHaime also served twice as a consultant for the NJGOP in a general advisory role for restructuring state government. Both of these consulting jobs were brief and done through DuHaime’s employment at Mercury.

B. Relationship with Bill Stepien

DuHaime and Stepien have a history of working together, in and out of politics, that spans approximately twenty years. For example, Stepien and DuHaime worked together on the Senator Bob Franks and Rudy Giuliani campaigns. When Stepien worked in the Administration as Deputy Chief of Staff for Legislative and Intergovernmental Affairs (“IGA”), DuHaime and Stepien were friends and spoke over time, but DuHaime was not involved with IGA.

C. Relationship with Bridget Kelly

DuHaime first met Bridget Kelly during Governor Christie’s 2009 campaign. When Kelly worked in the Governor’s Office, DuHaime and Kelly interacted infrequently. When Kelly was promoted to Deputy Chief of Staff after Stepien left the Governor’s Office, DuHaime coordinated with Kelly on specific things; for example, if DuHaime was planning to attend a speech the Governor was making, DuHaime coordinated with Kelly to get his ticket to the event. He also, from time to time, passed along resumes to her for intern positions.

D. Relationship with Bill Baroni

DuHaime first met Bill Baroni in 1998. They first worked together in 2000 on Bob Franks’ Senatorial campaign. DuHaime later served as a consultant to Baroni’s 2003 New Jersey Assembly campaign. DuHaime and Baroni stayed in touch over the years. During Baroni’s 2003 New Jersey Assembly campaign, DuHaime left to work on the Bush campaign in 2004. DuHaime was not involved with Baroni’s subsequent Assembly re-election and state
Senate campaigns, but Baroni called DuHaime every so often to ask for informal campaign advice, and the two maintained a friendship over the years.

DuHaime stated that Baroni approached DuHaime when DuHaime was serving on Governor Christie’s transition committee to express interest in serving in the Administration. Baroni asked DuHaime to help circulate Baroni’s resume and named a few positions that he specifically had in mind, including Attorney General and a position at the Port Authority. DuHaime said that he was not involved in making those types of decisions, but offered to pass Baroni’s resume to the appropriate people.

E. Relationship with David Wildstein

DuHaime has known David Wildstein since the late 1990s. In 1999, DuHaime was working for then-Congressman Bob Franks running a political action committee. When Franks decided to run for Senate in the latter part of 1999, DuHaime transitioned to Franks’ campaign for Senate. Wildstein did not work on the campaign, but he was a close friend of Franks and was frequently present at campaign meetings and often gave political advice, and DuHaime and Wildstein became friends during this time. After the Franks campaign, DuHaime and Wildstein maintained a friendship. DuHaime knew that Wildstein ran a carpet business, and became aware early in their friendship that Wildstein was running a political blog, PoliticsNJ.com, under the pseudonym Wally Edge.

1. Wildstein’s Position at the Port Authority

DuHaime said that the recommendation to hire Wildstein as Director of Interstate Capital Projects at the Port Authority came through Baroni, not the Governor. DuHaime was aware that the Governor and Wildstein went to high school together, but was not under the impression that the Governor and Wildstein maintained a close relationship since high school. DuHaime said it was definitely Baroni, not the Governor, who was the driver for getting Wildstein into the Port Authority.

II. Roles and Responsibilities

A. Governor Christie’s Re-Election Campaign

DuHaime went to the Governor with a proposal for DuHaime’s role on the re-election campaign, which DuHaime said mirrored the 2009 role both in terms of compensation and responsibilities. DuHaime added that his proposed 2013 compensation may have even been slightly less than in 2009. The Governor and his campaign chairman, Bill Palatucci, approved DuHaime’s proposal.

1. Selection of Stepien as Campaign Manager

DuHaime said that he always believed Stepien would be the right person to manage the campaign, but DuHaime did not know if Stepien wanted to run the campaign again, having
served as the Governor’s campaign manager in 2009. DuHaime said that the Governor thought that it would be the right call to bring Stepien back for the re-election campaign. Stepien and the Governor made the decision for Stepien to leave the Governor’s Office to run the campaign. DuHaime was not involved in any discussion of who should fill Stepien’s position in the Governor’s Office. DuHaime said that he had always heard good things about Kelly, but had not had a lot of interactions with her.

2. Potential Endorsement by Hoboken Mayor Dawn Zimmer

DuHaime explained that he has had a unique relationship with Hoboken because it was DuHaime’s hometown from the late 1990s until 2011, and because of that connection, DuHaime interacted with Mayor Zimmer frequently. DuHaime said that Mayor Zimmer reached out to him during her 2013 re-election campaign—she was running for re-election during the same time as Governor Christie—and asked DuHaime if he was interested in being involved in her campaign. In or about December 2012 or January 2013, DuHaime met with Mayor Zimmer and her chief of staff to discuss DuHaime’s potential involvement. DuHaime told Mayor Zimmer that he did not really work on municipal campaigns anymore, but because Hoboken was a city that he loved and lived in, he was happy to talk to her about it. DuHaime said they discussed the Governor’s contemporaneous re-election race, and recalled Mayor Zimmer expressing concern about getting involved in the Governor’s race because of her own election race. Later in 2013, DuHaime met with Mayor Zimmer’s husband and her chief of staff to talk about whether or not DuHaime wanted to have a role in Mayor Zimmer’s campaign. DuHaime relayed that the Governor’s campaign had recently done a poll in Hoboken, and the Governor’s numbers were very strong in Hoboken. DuHaime thought this would give Mayor Zimmer comfort and signal to her that her own re-election would not be affected by her endorsement of the Governor. DuHaime thinks that this conversation took place post-primary, in late June or early July 2013.

DuHaime commented that, as late as June or July 2013, Mayor Zimmer had a good working relationship with the Governor and DuHaime had received no indication otherwise, by Mayor Zimmer or her husband, who was very involved in her campaign. Subsequent to the June/July meeting, Mayor Zimmer’s husband told DuHaime that Hoboken had also done a poll that showed the Governor in a strong position. DuHaime relayed this information to Stepien to follow up on Mayor Zimmer’s endorsement, as most of the endorsement process was handled through the campaign’s day to day staff and not DuHaime as a consultant.

In August 2013, DuHaime read a Star-Ledger article, quoting Mayor Zimmer at an event in Newark, in which Mayor Zimmer stated she would not be endorsing the Governor. DuHaime said this was the first time DuHaime or the campaign learned about Mayor Zimmer’s decision not to endorse. Shortly thereafter, the campaign was organizing a small business endorsement event for Governor Christie in Hoboken. DuHaime explained that the bakery is called “City Hall Bakery” because of its proximity to City Hall in Hoboken. DuHaime recalled that Mayor Zimmer had reached out to DuHaime the day before the event, offering to come to the event and welcome the Governor to Hoboken. DuHaime asked her directly if she would be endorsing the Governor; she responded no. DuHaime told her politely that her presence might be a distraction
to the event. DuHaime said he spoke to the Governor to make sure that he was aware DuHaime had told Mayor Zimmer that her presence at the endorsement event could be a distraction based on her decision not to endorse, and the Governor agreed with DuHaime.

DuHaime explained there was a general frustration among campaign staff that Mayor Zimmer had been particularly supportive of the Governor’s policy initiatives over the years, and she had said nice things about the Governor publicly and in conversations with DuHaime and others on the campaign, and had indicated a willingness to endorse—yet when Mayor Zimmer decided not to endorse, her decision was received by DuHaime and others on the campaign by reading a newspaper article along with the general public. However, DuHaime said that, aside from telling Mayor Zimmer that her attendance at a Hoboken endorsement event would be a distraction based on her decision not to endorse the Governor, DuHaime had no knowledge of whether the campaign was frustrated with Mayor Zimmer or took any adverse action against her. DuHaime was similarly unaware of people in IGA being told not to go the extra mile for Mayor Zimmer after she decided not to endorse the Governor.

3. Potential Endorsement by Fort Lee Mayor Mark Sokolich

DuHaime was generally uninvolved in obtaining endorsements. DuHaime would speak personally with Democratic officials with whom he had preexisting personal relationships, but he recalls only personally knowing a handful of the more than sixty Democratic elected officials who endorsed Governor Christie’s re-election campaign. When asked if he was aware of any instances where a Democratic elected official was targeted for deciding not to endorse, DuHaime stated that he was not.

DuHaime does not currently have and has never had a relationship with Fort Lee Mayor Mark Sokolich. Prior to the GWB allegations, DuHaime did not recognize Mayor Sokolich’s name, since DuHaime primarily recognized the names of Democrats who endorsed the Governor, as the list of names was public and everyone who worked on the Governor’s re-election campaign was proud of the list of Democratic endorsements. DuHaime did not speak to anyone about Mayor Sokolich as a potential endorser during the campaign.

When the allegations of political retribution came out, DuHaime asked Stepien if Mayor Sokolich had been on the campaign’s endorsement radar screen. Stepien reported back to DuHaime that former IGA Regional Director Matt Mowers had approached Mayor Sokolich in April 2013, and Mayor Sokolich had been clear at that time that he did not plan to endorse the Governor. DuHaime never got the impression that Stepien had any issue with Mayor Sokolich.
III. Chronology of the George Washington Bridge Events

A. August 2013

DuHaime had no advance knowledge of, or involvement in, the decision to realign the Fort Lee access lanes.

B. September 9–13, 2013 – George Washington Bridge Lane Realignment

DuHaime had no awareness of the lane realignment during the week of September 9 to 13, 2013. He said that he may have spoken to Stepien during that week in the normal course of business, but it would have been unrelated to the traffic issues.

C. October 1, 2013 Wall Street Journal Article

The first time DuHaime recalls becoming aware that the traffic problem had become a larger issue was when the October 1 Wall Street Journal article came out. He knew there had been articles published about the lane realignment before October 1, but the issue had not risen to the level of impacting the Governor’s re-election campaign in any way up to that point, so he did not view it as a big story until the October 1 article.

The next recollection DuHaime had of the lane realignment issue surfacing was when the Governor was questioned about it during a Bergen Record editorial board meeting after the October 1 Wall Street Journal article came out. DuHaime attended the meeting with the Governor, which he did from time to time, and recalled the Governor was questioned once about the lane realignment during the hour-long meeting. The Governor joked in response and dismissively addressed the question because, as DuHaime understood, the Governor did not know anything about the issue.

DuHaime recalled that in addition to a dozen or so people from the newspaper in attendance, Kevin Roberts, from the Governor’s Communications Office, and a campaign staffer were also present. DuHaime does not recall having any subsequent discussions with Baroni, Stepien, Kelly or the Governor about the editorial board meeting.

DuHaime stated that, prior to Election Day, he did not discuss the lane realignment with Stepien, Baroni, Wildstein, or Kelly.

DuHaime does not recall the issue coming up again until after the Governor’s re-election in early November 2013. DuHaime said that shortly after the re-election, the Governor attended an event in Union City, NJ with Union City Mayor Brian Stack, who had endorsed the Governor. During a staff meeting before the event, DuHaime said that the issue of the lane realignment was raised due to the increased focus from the State Legislature and the scheduled Assembly Transportation Committee hearings.
D. Wildstein Tells DuHaime That Kelly and Stepien Had Knowledge Beforehand

On or about November 11, 2013, Wildstein asked DuHaime to meet for coffee at “Rockin’ Joes,” a coffee shop in Westfield, New Jersey, where DuHaime’s office is located. During the course of the meeting, DuHaime and Wildstein discussed the lane realignment. DuHaime recalled Wildstein said that it was his idea to conduct a traffic study, and regardless of whether or not people thought that the traffic study was poorly executed, Wildstein thought it was an important policy issue worth exploring and he was prepared to take responsibility for his idea. Wildstein also expressed frustration about the way the issue had been handled from a communications perspective, by allowing the narrative that the traffic study was politically motivated to take hold without pushback or refutation that it was nothing more than a traffic study. Wildstein said that he would not have done the traffic study without Trenton knowing about it beforehand, and was upset that other people were not acknowledging that they knew about the traffic study beforehand.

At some point, Wildstein told DuHaime specifically that Kelly and Stepien knew about the traffic study beforehand. DuHaime does not recall when, but it was sometime between the coffee shop conversation and early December. Wildstein reiterated that he would take responsibility for what happened but remained frustrated that other people were not taking responsibility. Wildstein did not say the basis or source of Kelly’s or Stepien’s knowledge, and did not specify the extent or details of their knowledge.

DuHaime did not recall Wildstein bringing up Mayor Sokolich at all during these conversations.

E. November 25, 2013 – Baroni’s Testimony

DuHaime did not watch Baroni’s testimony before the Assembly Transportation Committee. DuHaime read press accounts of Baroni’s testimony. DuHaime did not have a conversation with anyone in the Governor’s Office after Baroni testified, and does not recall having a discussion about the testimony with Baroni or Wildstein.

F. December 6, 2013 – Meeting with Wildstein About His Resignation

In general, DuHaime’s perception was that Stepien stopped talking to Wildstein after Stepien returned from vacation in December 2013. Wildstein had been trying to reach Stepien and was unable to reach him. The Governor shared with DuHaime the Governor’s Office statement of Wildstein’s resignation.

G. December 9, 2013 – Wisniewski Committee Hearing

DuHaime was aware of the December 9, 2013 testimony by Port Authority officials. DuHaime specifically recalled speaking to the Governor during that timeframe, and the
Governor saying that he believed, as Baroni had testified, that the lane realignment was a traffic study. DuHaime said that the Governor took Baroni at his word.

H. Conversation Between DuHaime and Stepien

DuHaime spoke to Stepien at some point after Wildstein told him that Kelly and Stepien had knowledge of the lane realignment beforehand. During this conversation, Stepien told DuHaime that he knew about the traffic study beforehand because Wildstein had come to him with this particular idea about a traffic study, but because Wildstein was always coming to Stepien with crazy ideas, Stepien dismissively told Wildstein to take the idea to “Trenton,” because Stepien no longer worked in state government. Stepien said that he did not tell Wildstein whether or not he should go ahead with the traffic study, just that he had to go to “Trenton”—and that was the extent of what Stepien knew before the traffic study was undertaken. Stepien did not discuss any ulterior motives for the traffic study. DuHaime came away with the impression that Stepien did not believe that Stepien had done anything improper.

Based on this discussion with Stepien, DuHaime believed that the traffic study was not Stepien’s idea. DuHaime’s reaction to Stepien’s explanation was that Stepien probably should have told Wildstein that the traffic study was a bad idea, and should not have told Wildstein to take it to Trenton, but DuHaime did not believe Stepien had done anything wrong and had no reason to believe he knew anything more than that.

I. December 11, 2013 – Conversation between DuHaime and the Governor

DuHaime conveyed to the Governor what Wildstein told him on or about December 11, 2013. During this conversation, DuHaime specifically reported to the Governor that Wildstein told DuHaime that both Kelly and Stepien had knowledge of the traffic study beforehand. DuHaime recalls that the conversation took place over the telephone and that the Governor’s reaction was that he wanted to get to the bottom of things.

DuHaime does not recall whether or not Stepien told DuHaime that Stepien had prior knowledge of the traffic study before DuHaime spoke with the Governor on or about December 11, 2013. He knows Stepien was on vacation in early December. DuHaime said that he knows the conversation with Stepien occurred after DuHaime spoke with Wildstein, but based on the high volume of DuHaime’s communications with Stepien during that time—they spoke almost daily about many different issues—DuHaime could not specifically recall if this conversation with Stepien occurred before or after DuHaime relayed Wildstein’s claims to the Governor on or about December 11, 2013. And he does not believe he conveyed to the Governor the substance of any conversation with Stepien about the lane realignment at the time he conveyed the substance of his conversation with Wildstein to the Governor on or about December 11, 2013.

J. Conversation Between the Governor and Stepien

Stepien had just returned from vacation when Stepien was called in to meet with the Governor on December 12, 2013. DuHaime was aware that Stepien had been called in by the
Governor on December 12 because Stepien called DuHaime on his way to meet with the Governor. DuHaime believes that Stepien knew what the topic of conversation would be. DuHaime was not present during the Governor’s December 12 conversation with Stepien about the lane realignment, and does not know what Stepien told the Governor during that conversation.

DuHaime did not have a conversation with the Governor specifically about the Governor’s discussion with Stepien on December 12. DuHaime spoke with the Governor after the Governor’s December 12 meeting with Stepien and then twice the next morning before the December 13 press conference, but does not remember the substance of those conversations. DuHaime said that during this timeframe, both before and after December 13, he was constantly in contact with the Governor about many different things.

DuHaime recalls subsequently relaying to the Governor that DuHaime had been told by Stepien of Stepien’s firsthand knowledge of the lane realignment beforehand, but believes this conversation was subsequent to both DuHaime’s December 11 conversation with the Governor and the Governor’s December 12 conversation with Stepien. And DuHaime would have conveyed to the Governor at that time that Stepien did not believe he had done anything wrong in this regard. And DuHaime himself did not believe Stepien had done anything wrong in this regard.

K. December 13, 2013

1. Conversations with Stepien and Wildstein

Stepien called DuHaime from the State House on the morning of December 13, 2013, before the press conference, asking DuHaime to confirm that Wildstein had said Kelly had knowledge of the lane realignment beforehand. Stepien asked DuHaime if Wildstein had proof of Kelly’s knowledge beforehand. Stepien told DuHaime that the Governor would be holding a press conference later that day to address the lane realignment, and Stepien wanted to confirm what DuHaime was told by Wildstein to be sure Stepien had heard it correctly. DuHaime then called Wildstein to verify that Wildstein was certain that Kelly had knowledge beforehand. Wildstein replied that he was one hundred percent certain that Kelly had prior knowledge and that there were emails to further confirm Kelly knew beforehand. DuHaime then spoke to Stepien again to relay Wildstein’s confirmation.

2. Meeting with Baroni About His Resignation

DuHaime said that Baroni had called him early in December before he was fired, and apparently realized he would be axed. Baroni also called DuHaime right after his resignation, and told DuHaime that he had left on good terms and he was happy that the Governor had said good things about him.

At some point, Baroni confided in DuHaime that he was worried about his future. DuHaime told Baroni that he would land on his feet, and DuHaime would explore hiring Baroni
at DuHaime’s consulting firm, or talk to him about potential law firms. DuHaime added that once the emails came out on January 8, 2014, there was an internal discussion at Mercury and the decision was made not to bring Baroni on.

L. December 13, 2013

1. Press Conference

DuHaime recalled thinking the Governor did a great job addressing the lane realignment during the press conference on December 13, 2013, but DuHaime does not recall having a conversation with the Governor about the press conference specifically.


Following December 13, 2013, DuHaime’s only recollection of the lane realignment issue coming up was a rumor that Assemblyman John Wisniewski had said he knew that the Governor’s Office had some involvement in the lane realignment.

N. January 8, 2014

DuHaime became aware of The Record story publishing emails and text messages from the editorial page editor of The Record, whom DuHaime was meeting for a previously scheduled breakfast at a diner in Clifton, New Jersey. The editor told DuHaime that The Record had just released a story naming Kelly as the person who ordered the lane realignment. At that point, DuHaime had not seen the story or the reprinted communications. The editor was showing DuHaime the story on the editor’s phone when DuHaime received a call from the Governor. DuHaime went outside of the diner and took the call with the Governor, who asked DuHaime if he could come to Drumthwacket. DuHaime told the Governor he would make himself available. DuHaime then cancelled a scheduled meeting with Donald Trump for later that day. DuHaime then had a client conference call. Following the call, Kevin O’Dowd called to ask DuHaime to come to Drumthwacket around noon or one o’clock that day.

Earlier that day—before the news broke in The Record—DuHaime spoke with Wildstein over the phone to let him know that DuHaime was meeting with Trump that day. This conversation was unrelated to the lane realignment.

DuHaime did not see the email or texts reprinted in The Record until he arrived at Drumthwacket. He described being dumbfounded by the story and the reprinted communications. Kelly’s level of involvement struck DuHaime the most. DuHaime said that based on the communications, it seemed obvious to DuHaime that Stepien’s conversations with Wildstein were different than Kelly’s conversations with Wildstein, but that Stepien was being targeted too, and that the Democrats would really be going after Stepien following the news. DuHaime recalls that based on the communications initially released, the focus at the Drumthwacket meeting was mostly on Stepien and Kelly. DuHaime, however, considered the Stepien communications to be consistent with what Stepien had previously told DuHaime about
having knowledge before the lane realignment based on the idea of a traffic study Wildstein had presented. DuHaime did not think the communications reflected Stepien directing or having a level of involvement beyond the knowledge Stepien had already communicated to DuHaime.

DuHaime believes the following people, at one point or another, were present that day at Drumthwacket: the Governor, O’Dowd, Chris Porrino, David Samson, Jeff Chiesa, Maria Comella, Michele Brown, Regina Egea, and Bill Palatucci. DuHaime recalled the Governor’s initial reaction was very emotional. He gathered everyone around the table and said, despite having already asked, he was asking again if anyone knew about the lane realignment beforehand. Everyone reiterated that they did not have any knowledge of the lane realignment before it occurred.

DuHaime recalls that the decision to terminate Kelly was made quickly. There was then a discussion about what to do about Stepien’s relationship with the Governor.

Over the next few hours, everyone was reading texts and deciphering what communications meant and whom they were between. When the discussion turned to Stepien, the reaction of the group was negative, and the Governor then asked DuHaime to go meet with Stepien and find out what Stepien actually knew, in light of the reprinted communications. DuHaime believed that, at that point, the Governor had not yet made a final decision what to do about Stepien.

DuHaime left Drumthwacket and met Stepien at the Corner Bakery on Route 1 in Princeton, New Jersey. DuHaime told Stepien that Stepien should get an attorney because Wisniewski had already said earlier in the day that Stepien would be subpoenaed. DuHaime also discussed the political fallout with Stepien, at which point Stepien volunteered to step away from the NJGOP chairmanship. DuHaime told Stepien that his role with the Republican Governor’s Association would also be problematic.\(^1\)

DuHaime asked Stepien if he had any belief that Kelly had been lying when she said previously she did not know about the lane realignment beforehand. Stepien essentially responded that he thought Kelly had lied about her knowledge. Stepien said that in his mind, the chain of command for authorizing Wildstein’s traffic study idea would be Kelly or Egea as Director of the Authorities Unit. DuHaime added that Wildstein never mentioned Egea having any knowledge of the lane realignment before it occurred, so DuHaime came away thinking Stepien knew the idea had gone only through Kelly in the Governor’s Office. And Stepien repeated what he had told DuHaime before about the exchange he had with Wildstein and that he did not believe he had done anything wrong.

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\(^1\) Stepien had already accepted a consulting role with the Republican Governor’s Association on or about December 1, 2013.
DuHaime and Stepien also discussed the published email in which Stepien referred to Mayor Sokolich as an “idiot.” Stepien said he was just trying to be comforting to Wildstein as a friend when he used that word. DuHaime recalled that Stepien was incredulous that he was being thrown under the bus for using that word.

Stepien also said that he had spoken with Kelly that day and she was a wreck, and reporters were at both her house and her mother’s house. Stepien said he had told Kelly not to speak to reporters.

During this conversation, DuHaime asked Stepien if he had had a romantic relationship with Kelly. DuHaime said that he had not heard this personally before that day, but people gathered at Drumthwacket told DuHaime that the Democrats were pushing the story around. DuHaime added that Stepien was generally uncomfortable talking about his personal life, but told DuHaime that he had had a short-lived personal relationship with Kelly during the summer after Stepien left the Governor’s Office and before the George Washington Bridge lane realignment took place.

DuHaime then returned to Drumthwacket and reported back to the Governor what he discussed with Stepien. The Governor then made the decision to sever his ties from Stepien based on a loss of confidence in Stepien. DuHaime said that he personally saw a clear line between the ways in which Kelly and Stepien were implicated: Kelly had sent an email approving of Wildstein’s idea beforehand, while there was no indication of Stepien doing anything of the sort.

After the Governor decided what action to take against Stepien, DuHaime participated in a conversation with the Governor and others about the press conference planned for the next day. They also discussed who would fire Kelly and talk to her attorney. The Governor then asked DuHaime to tell Stepien about the Governor’s decision as to Stepien.

During his drive home from Drumthwacket, DuHaime called Stepien, who was understandably upset about the situation. DuHaime recalled that Stepien said that he had worked harder than anyone for the Governor over the past years, and could not believe that the Governor was severing ties with him and putting him in the same category as Kelly. DuHaime told Stepien that he was sorry and apologized that things had come to this.

When he got home, DuHaime called the Governor to tell him that he spoke to Stepien, and relayed to the Governor that Stepien understood the situation but was not happy.

Stepien called DuHaime back to lobby for the Governor to change his mind. DuHaime called the Governor back and told him that he had had another tough conversation with Stepien.
O. January 9, 2014 Press Conference

The following morning before the press conference, Stepien and his attorney called DuHaime and lobbied for the Governor to moderate the language he used during the press conference announcing the Governor’s decision to separate himself from Stepien. DuHaime called Porrino and relayed to Porrino that he had had an uncomfortable conversation with Stepien’s attorney and communicated the attorney’s request. DuHaime did not attend the January 9 press conference, but saw the majority of it on television. DuHaime spoke to the Governor following the press conference, either that day or the next, and told the Governor he had handled the situation well, and that DuHaime hoped it would be the turning of a new page for the Governor.
On January 17, 2014, February 6, 2014, and February 19, 2014, Regina Egea was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. Egea was not represented by counsel during the interviews. All information contained herein was provided by Egea or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Egea has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Egea refrain from discussing the investigation and interview with others. Egea stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Egea earned a BA from Montclair University in New Jersey and an MBA in Marketing from Fordham University. She also completed the International Executive Program at the International Institute for Management Development in Lausanne, Switzerland. Prior to joining state government, Egea was Senior Vice President for AT&T where she managed a 300-person team supporting AT&T business sales force. She was elected to local government in Harding Township (Morris), New Jersey in 2008. Egea left AT&T in 2008 to work for the Christie for Governor campaign and policy team in 2009.]

Upon the change in administration, Egea worked for the Policy Office, but only for two weeks until she was appointed Chief of Staff for the State Treasurer. In February 2012, she was appointed as Director of the Authorities Unit under Governor Christie. In December 2013, she was promoted to Chief of Staff, although currently and as a practical matter, Egea noted that Kevin O’Dowd remains in that role and Egea remains in charge of the Authorities Unit.
A. Role and Responsibilities

Egea runs the Authorities Unit, which, Egea explained, oversees numerous different state commissions and authorities, such as NJ Transit, the Port Authority of New York and New Jersey, and the casino commission. The role of the Authorities Unit is to generally monitor the work of the Authorities and specifically review agenda items to be presented to the boards of the Authorities, in order to ensure the agenda items are legally appropriate and consistent with policies the Governor’s Office has supported.

Egea said that she oversees four attorneys who serve as deputies in the Authorities Unit: one senior counsel and three associate counsel. Each deputy oversees 12-15 authorities.

Egea primarily interacts with other employees in the Governor’s Office on issues of policy. On the policy side, Egea interfaces with the Chief Counsel’s office. Egea said that her interactions with the Office of Legislative and Intergovernmental Affairs (“IGA”) are limited; she would only interact with IGA when local events are scheduled by an authority.

Egea regularly interacted with former Chief Counsel Charlie McKenna, most often in person. She infrequently interacts with Kevin O’Dowd.

As head of the Authorities Unit, Egea said that she infrequently interacts directly with the Governor.

B. Interactions with the Port Authority of New York & New Jersey

Nicole Crifo was the Authorities Unit deputy responsible for the Port Authority. Egea explained that Crifo now works for the Port Authority full-time. While serving in the Authorities Unit, Crifo was responsible for reviewing the agendas for Port Authority board meetings in order to confirm appropriateness. In this role, Crifo mostly worked with David Wildstein but also worked with Bill Baroni. Prior to scheduled Port Authority board meetings, Egea and Crifo discussed any agenda items of concern and outlined questions they should ask. They would then obtain final versions of the agenda and attend the board meetings.

During Crifo’s maternity leave, Kirsten Sundstrom attended Port Authority committee and board meetings on behalf of the Authorities Unit. Egea recalled attending one meeting during Crifo’s maternity leave. Egea noted that Peter Simon now oversees the Port Authority on behalf of the Authorities Unit.

Aside from discussing board agenda items, Egea reported that there were “regular,” but not weekly, communications with Port Authority representatives, mostly involving any communication that went to the Port Authority board. The Port Authority would also sometimes share statements they planned to issue to the press with the Authorities Unit, but in most cases Egea would not comment on Port Authority press releases. Egea noted that aside from the fact
that the Port Authority is the “busiest” relationship the Authorities Unit manages, there is
nothing different about that relationship than the Unit’s relationship with the other Authorities.
Port Authority personnel infrequently attend meetings at the Authorities Unit. If Port Authority
personnel were to attend a meeting it would be for a specific purpose, and the attendees would be
either Bill Baroni or project-specific teams (for example, Port Authority members of the
Hurricane Sandy or Bayonne Bridge project teams).

Egea said that she has a good professional relationship with Bill Baroni. She said she
does not socialize with Baroni outside of work, aside from having seen Baroni at an event on
election night and possibly one additional professional or social event. David Wildstein mostly
liaised with Crifo, aside from when Egea recalled interacting with Wildstein when there was a
plane crash at the Atlantic City airport. Egea also recalled seeing Wildstein at one professional
social event.

C. Interactions with IGA

Egea knew Bill Stepien from working on the Governor’s first campaign, but they did not
socialize. They did not interact when she was working for the State Treasurer. Egea interacted
with Bridget Kelly on various issues, and they had a professional, but not a social, relationship.

II. Chronology of the George Washington Bridge Events

A. Spring 2013

Egea had no knowledge of anyone reaching out to the Fort Lee Mayor or his office for an
endorsement in spring 2013.

B. August 2013

Egea was not aware at the time of the Kelly/Wildstein Fort Lee communications in
August 2013 that later came to light in the media.


Egea was not aware at that time of the lane realignment from September 9-13. She was
not aware of the Fort Lee Mayor’s requests for assistance with traffic problems during that
period.

1. 9/11 Memorial Event

Egea was aware of the public 9/11 Memorial event taking place, but was not involved in
planning it or deciding who should attend. After the 9/11 event, Egea recalled talking to Baroni,
who commented that he had seen the Governor at the event. The conversation covered a number
of topics. If Baroni mentioned Fort Lee traffic problems Egea could not recall that topic coming up. Egea could not recall precisely when this conversation occurred and commented that it might have been later in the context of the Foye email (see below).

2. Patrick Foye’s Email

Egea first learned of Foye’s September 13 email from Baroni. Egea did not recall if Baroni called her to discuss Foye’s email before he forwarded the email to her, or if he forwarded the email and then called her to discuss, but she recalled having a phone conversation with Baroni about Foye’s email. Egea thought Baroni had mentioned something about a traffic study prior to Egea reading Foye’s email, because she recalled that when she read the email she then realized that the email concerned the traffic study that Baroni had mentioned. During this phone conversation, Egea asked Baroni what Foye’s email was all about, and Baroni said that the Port Authority was doing a traffic study. Egea recalled that Baroni explained they were studying the inefficiencies in the current lane alignments and that there was a view that it was inefficient to have so many lanes dedicated along the side of the plaza. The focus of their conversation was on why Foye would have sent such an email, and Baroni commented that Foye was simply interfering and meddling, offering no explanation for why Foye sent the email. Egea found this to be a common refrain, as there were regularly tensions between the New York and New Jersey Port Authority representatives. Because the Foye email was laced with accusations, Egea asked if Baroni had done anything wrong, and Baroni responded that nothing inappropriate had been done. Egea felt reassured by Baroni’s response.

Egea recalled forwarding Foye’s September 13th email to Crifo. Egea said that she likely discussed the email with Crifo, but did not recall the conversation. Egea did not recall discussing the email with anyone else in the Governor’s Office.

D. October 1, 2013 Wall Street Journal Article

After the Wall Street Journal article came out on October 1, 2013, Egea recalled speaking separately with both Baroni and Crifo about the article. Egea was flabbergasted that the email was leaked. Egea discussed with both Baroni and Crifo that someone (likely Foye) must be feeding the press with the intent of embarrassing and accusing Baroni. The focus of the discussions was on the apparent tension between Baroni and Foye.

Egea recalled that she may have also had a similar discussion with Maria Comella because this involved the press, although they agreed this was an internal Port Authority matter for it to respond to. At some point during this time, Egea recalled that she may have been asked by someone in the Governor’s Office how she knew about the Fort Lee traffic issue, and she would have responded that the Port Authority was doing a traffic study and that she knew about the Foye email but considered it an internal Port Authority matter.
Egea was scheduled to meet with Baroni and Wildstein at the State House at 3 p.m. on October 2, 2013 to discuss a Port Authority capital project related to transporting trash. Crifo was also scheduled to attend the meeting. Egea cancelled the meeting with Baroni and Wildstein to attend a meeting with the Governor about the Economic Opportunity Act with the Governor, Michele Brown from the New Jersey Economic Development Authority, and other members of senior staff.

E. October 7, 2013 – Port Authority Committee Meeting

At some point, Egea heard that Senator Weinberg had informed the Port Authority that she wanted to appear at an upcoming Port Authority committee meeting. Baroni called Egea about it, and he told her that this was not standard at committee meetings, as public comment periods are generally held only during board meetings. Egea discussed the issue with Crifo, and she recalls that their view was that there was no guidance one way or the other—it was not standard to have public comment at a committee meeting, but there was nothing that prevented it. Because it was a policy call, Egea referred Baroni to McKenna. Egea recalled that on the morning of the committee meeting, Egea emailed Baroni asking how the question had been resolved regarding Senator Weinberg’s request to speak at the committee meeting. Baroni responded that the Senator would be allowed to speak for the customary three minute limit.

Egea thought she told McKenna that Baroni would be calling about Senator Weinberg’s request. Egea remembered that McKenna’s reaction had been that, as a courtesy, the legislator should be allowed to speak.

Crifo also attended the October 16 Port Authority board meeting and provided Egea with a meeting update afterwards. At that time, Egea understood that the lane realignment was being internally reviewed by the Port Authority.

F. November 2013, 2013 – Baroni’s Testimony

1. Review of Baroni’s Draft Testimony

Egea recalled hearing at some point that Assemblyman Wisniewski wanted Port Authority representatives to appear at a hearing and explain what happened regarding the Fort Lee lane realignment. Prior to the hearing, Egea reviewed Baroni’s opening statement. He provided a hard copy of his opening statement to Egea. Baroni asked Egea to only make comments and circulate revisions in hard copy. Egea shared the opening statement with Crifo, and they both reviewed and joined a conference call with Baroni on November 19, 2013, to discuss his opening statement and provide their comments. Egea recalled that the conference call was scheduled for a half hour but lasted longer than that. Egea believed she gave a hard copy of her handwritten comments to Crifo, who brought them to Baroni, as she had a meeting at the Port Authority. Egea did not believe she emailed her comments and did not retain a copy of her proposed revisions or the revised draft statement after discussing the upcoming testimony.
with Baroni prior to it occurring. Egea recalled the nature of her comments were to keep the statement short and simple, and for Baroni to simply address what he had been asked to talk about—what did they do, and why did they do it. Egea also conveyed to Baroni that he should acknowledge that he did not follow normal protocol for communicating about operational decisions and should acknowledge his error in that regard. She further thought Baroni should include the traffic study results, which she recalled based on the statement, showed that there was improvement on Tuesday and Wednesday (there was not improvement on Monday because there had been a crash on the Cross-Bronx Expressway). Egea recalled telling Baroni to stay focused on that. The topic of who authorized or knew about the lane realignment did not come up in this conversation. There was also nothing in her conversation with Baroni or the materials Egea reviewed reflecting that anyone in the Governor’s Office knew about the traffic study, and there was nothing suggesting that in any of the materials she saw. Egea understood the lane realignment to be a Port Authority traffic optimization opportunity.

Egea recalled a second conference call with Crifo, Baroni and Wildstein to discuss Baroni’s draft testimony, but she did not have a specific recollection of the substance of that call. The calls were done on speakerphone, and Egea stated that there could have been other participants on the call from the Port Authority, but she does not remember anyone else participating except Crifo, Baroni and Wildstein.

Egea mentioned to McKenna that she was helping Baroni to be clear and concise in his statement. Besides McKenna and Crifo, she did not talk to anyone else in the Governor’s Office about this. She is not aware of whether McKenna spoke to Baroni.

Egea saw at least two hard copy versions of Baroni’s testimony (an initial and revised version), but she no longer has any copies. Looking at the handwritten comments on a draft copy of Baroni’s testimony released publicly by the Select Committee on Investigation, Egea confirmed the handwriting was mostly hers and confirmed which of the handwritten comments belonged to her. Egea also explained what the comments meant. All of the comments were consistent with how Egea described what she had been trying to effectuate through her comments on Baroni’s draft testimony.

Egea recalled Kelly asked if Egea knew what the substance of Baroni’s testimony was going to be. Egea told Kelly that she had been on a call with Baroni about his testimony and was working on Baroni’s opening statement. Egea recalled giving a copy of Baroni’s draft testimony to Kelly.

Egea listened to Baroni’s testimony online alone in her office. She said that Baroni used an opening statement that she had not seen before and that he had not taken a lot of her advice. Egea recalled thinking that Baroni admitted that the Port Authority had a business problem but had not communicated the problem effectively.
G. December 2, 2013 – Press Conference

Egea found out shortly before the Governor’s December 2, 2013 press conference that the Governor planned to announce Egea as Chief of Staff, replacing O’Dowd. Shortly before the press conference started, the Governor called Egea to ask her to make remarks about her announcement as incoming Chief of Staff. She did not recall questions asked during the press conference about the lane realignment, in part, because she was distracted by the events.

H. December 6, 2013 – Wildstein’s Resignation

Egea was not part of the internal discussions about Wildstein’s resignation. She knew he was going to resign, but could not recall how she knew.

I. December 9, 2013 – Wisniewski Committee Hearing

Prior to the December 9, 2013 Assembly Transportation Committee hearing, Egea did not know what the witnesses were going to say. Egea listened to the testimony online and thought the Port Authority employees sounded professional.

Egea did not specifically recall any internal discussions about the testimony, although she believed she probably discussed it with Crifo and McKenna. Egea believed she may also have texted the Governor her thoughts about the Port Authority employees sounding professional during their December 9, 2013 testimony.

J. December 13, 2013

1. Senior Staff Meeting

Egea attended the senior staff meeting with the Governor an hour or two before the press conference on December 13, 2013. Senior staff were seated around a conference table. Egea did not recall where she was seated at the table, and added that O’Dowd and McKenna were seated on each side of the Governor where they typically sat. Drewniak and Matt McDermott (Appointments Director) arrived late to the meeting.

In that meeting, Egea recalled Governor Christie making statements that his Administration was not handling itself well lately. The Governor said he wanted to go out and publicly talk about the Fort Lee lane realignment issue, but he had to know beforehand whether any of his senior staff were involved. The Governor sternly communicated that if anyone had any information on the lane realignment, they needed to come forward and immediately communicate that information to O’Dowd or McKenna. The Governor added that he was about to go out publicly and would say that no one in that room was involved if that were the case, so now was the time to come forward and tell the truth if anyone there knew anything. He spent
some time reiterating these points. The focus of the comments was on the motivation for the lane realignment and the accusations of political retribution.

    Egea recalled O’Dowd calling her the night before to ask if she knew anything on this topic; she told him no. McKenna also went to Egea before the senior staff meeting on December 13, 2013 and she told him she did not have any information.

2. Post-Senior Staff Meeting and Pre-Press Conference

    After the senior staff meeting but prior to the press conference on December 13, 2013, Egea recalled seeing Kelly, Stepien and O’Dowd talking in Kelly’s office. Egea recalled Kelly was sitting at her desk and Stepien and O’Dowd were standing. Egea did not know what they were talking about, and did not recall the tenor of the meeting or the demeanor of Kelly, Stepien or O’Dowd.

3. Press Conference

    Egea recalled being aware generally that the Baroni resignation was coming, in part, because she knew Gramiccioni had been slotted into that role. She became aware of this around two or three weeks prior to the day his resignation was announced, probably from a mention at a senior staff meeting.

K. January 8, 2014

1. Kelly’s Emails Revealed in The Bergen Record

    Egea became aware of the press reports on the Kelly/Wildstein communications the morning of January 8, 2014. Egea believed that Crifo sent her a text to look at The Bergen Record article, which Egea then read. She then called O’Dowd, who said he was just reading the article.

    Egea recalled being at a 10 a.m. scheduling meeting that was leanly attended. Kelly was not at the meeting, and the press reports were not discussed. Egea believed she was the only senior staff member who attended the scheduling meeting on January 8.

2. Meeting at Drumthacket

    On January 8, 2014, O’Dowd asked Egea to go to Drumthwacket at noon. Egea recalled that in attendance were the Governor, Kevin O’Dowd, Charlie McKenna, Paul Matey, Maria Comella, Michele Brown, Bill Palatucci, Mike DuHaime, Chris Porrino, and over the course of the day, others. Egea left Drumthwacket to go home at approximately 7:45 p.m that evening.
Egea described being blindsided by the press reports and was trying to figure out what it all meant (referring to the Kelly/Wildstein email of August 13, 2013). She had never seen the most troubling Kelly/Wildstein exchange and had no inkling of any such thing. During this gathering, Egea further recalled the Governor saying that he needed to know who knew what. Egea also recalled telling the group that she had talked to Baroni about his testimony. She did not remember what anyone else said about who knew what. Egea further recalled that the Governor made the decision to fire Kelly and that Porrino was to speak to Kelly the next morning to do that. Egea also commented on talking points that Comella was drafting for the Governor’s January 9, 2014, press conference the next day.

The following day, Egea was in the Governor’s office before the press conference, along with others.

**L. January 9, 2014 – Press Conference**

Shortly before Governor Christie’s press conference announcing the termination of Kelly, Cristina Renna came to Egea’s office. Egea commented that she didn’t really know Renna but recognized her. Renna said that she wanted Egea to know about “this” before the press conference, then pulled out a copy of a September 2013 email about one of her subordinates having spoken with the Fort Lee Mayor about traffic at the time of the lane realignment. Egea relayed that Renna told her she had forwarded the email to Kelly to inform Kelly, and Kelly replied, “good.” Renna added that the reason she was bringing this up was that on December 12, 2013, Kelly had directed her to delete the email. Renna relayed to Egea that she had, in fact, forwarded the email to a second personal account to preserve it, and then deleted it from the original account. The print out of the email was from Renna’s personal account.

Renna also told Egea that she thought Baroni had pursued an endorsement from the Mayor of Fort Lee at some point. Egea relayed this information to Porrino the next day. Approximately two days later, Melissa Orsen told Egea that Renna had come to see Orsen first on January 9, 2014 and Orsen told Renna that she should go see Egea. Egea thought that another IGA staffer, Vincent Napolitano, was also present during this meeting with Renna, but she was not sure.

After the press conference, Egea and Porrino met with the IGA team because Egea was concerned that they had felt blindsided as well. Porrino instructed them not to delete any relevant documents.

Egea said that she has not had any conversations with Kelly since she was fired. Egea also said that she has not had any conversations with Wildstein, Baroni, or Stepien since then.

**III. Document Retention Notices**

Egea received the document retention notices and is in compliance with them.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Ferzan Interview Memorandum

On January 22, 2014, January 23, 2014, January 27, 2014, February 18, 2014, and March 23, 2014, Marc Ferzan was interviewed by Randy M. Mastro, Debra Wong Yang, Alexander H. Southwell, Reed Brodsky, Rachel Brook, Sarah L. Kushner, and/or Alyssa Kuhn of Gibson Dunn. On January 22, 2014, January 23, 2014, and January 27, 2014, Ferzan was not represented by counsel. On February 18, 2014, and March 23, 2014, Ferzan was represented by John Carney, Lauren Resnick, George Stamboulidis, and/or Francesca Harker of Baker Hostetler. All information contained herein was provided by Ferzan or as indicated. Ferzan has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Ferzan refrain from discussing the investigation and interview with others. Ferzan stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Role and Responsibilities

Ferzan described how he was appointed the Executive Director of the Governor’s Office of Recovery and Rebuilding (“GORR”) following Superstorm Sandy. Ferzan explained that, in 2010, when Chris Christie became Governor, Ferzan left the U.S. Attorney’s Office for the District of New Jersey (the “USAO”) and joined the New Jersey Attorney General’s Office as an Executive Assistant Attorney General under Paula Dow. Subsequently, he left the public sector, and joined PricewaterhouseCoopers (“PwC”), where he worked in the company’s consulting practice. When Superstorm Sandy hit, Ferzan—a New Jersey resident, who observed first-hand the storm’s damage—began talking to Charlie McKenna and Kevin O’Dowd to see if PwC, harnessing its disaster recovery services, experience, and expertise, could assist the Office in establishing an organized approach in responding to New Jersey’s short-term and long-term
recovery needs. Ultimately, instead of hiring PwC, the Governor asked Ferzan to join the Administration to oversee the State’s recovery efforts. Ferzan accepted the Governor’s offer because Ferzan realized that this was an extraordinary opportunity and challenge on both a personal and professional level. On or around December 2 or 3, 2012, Ferzan began working at GORR. Although he was not necessarily an expert in recovery at that point, he had the ability to figure out challenging issues, apply common sense to them, and get things done.

Ferzan did not recall anyone ever asking him about his political affiliations in connection with any of the positions he has had within the Office and/or at the USAO. Ferzan noted that he is an Independent, although he may have been registered as a Democrat at some point. Ferzan has never been registered as a Republican. Ferzan stated that if the Governor were asked what he thought of Ferzan, the Governor would likely respond that Ferzan was someone who always spoke his mind, even if Ferzan knew that the Governor would disagree.

B. The Office’s Approach to Sandy Recovery Efforts

Ferzan described the backdrop following Superstorm Sandy. Superstorm Sandy caused approximately $37 billion in damages and needs, and it was fair to say up to approximately $60 billion in damages and mitigation efforts in New Jersey. Ferzan explained that more than 50 communities were severely impacted and that the communities faced very diverse needs. The State recognized early on the practical reality that damages exceeded available relief funds, so it focused on creating objective programs that would have the broadest reach.

Ferzan explained that it was critical to have a coordinated and structured approach regarding Sandy aid relief efforts across federal, state, and local levels of government. Ferzan said that the State is continually interfacing with the White House, federal agencies, state agencies, and county, state, and local leaders. Ferzan said that Governor Christie is engaged and concerned about Sandy recovery, and instructed the Office to provide a smart, efficient, coordinated, and responsive approach. Ferzan explained that Governor Christie made policy decisions relating to Sandy aid—GORR and senior department leadership conferred with the Governor concerning program design and allocations to programs—but the Governor did not make individual grant decisions. Ferzan said that the Governor was focused on holistic relief to the entire State and did not get into the weeds with specific towns.

Ferzan stated that the Governor directed GORR to provide open lines of communication and support to every constituent, elected official, and entity that reached out. Ferzan said that the extraordinary work that various State departments and agencies in the Administration have done thus far in responding to Sandy is due not only to people working around the clock, but also because of their willingness to work outside of their respective areas and collaborate with different departments and entities across the board.

Ferzan noted that New Jersey faced other extraordinary challenges on top of recovery in the aftermath of Superstorm Sandy. Ferzan explained that coincidentally, FEMA’s Advisory Base Flood Elevation (“ABFE”) maps were scheduled to be released in 2013. The ABFE maps included new risk levels, including updated flood zones and building elevation requirements. Ferzan said that New Jersey worked to accelerate the release of the ABFE maps so that
communities could rebuild consistent with their guidelines. In addition, in 2012, the Biggert-Waters legislation changed such that the federal government would no longer subsidize flood insurance premiums. Under the new legislation, homeowners not in compliance with flood maps could have their premiums spike from a few hundred dollars per year to thousands of dollars per year.

II. Superstorm Sandy Aid

A. GORR

Ferzan said he had discretion over GORR’s staffing and structuring decisions, and that neither the Governor nor others on senior staff had a role in these staffing decisions. Ferzan explained how he staffed GORR. When he returned to the Office to head up Sandy recovery efforts, he had no staff and no playbook on how GORR would function. Rather than create a new bureaucracy, Ferzan decided to embed the recovery efforts within already existing State departments and agencies. GORR’s model was to harness existing decision making apparatuses and apply them through a recovery-oriented lens. As such, he hired a core group of individuals to serve within GORR, and GORR assisted State agencies with harnessing their expertise so that these agencies could determine the best way to implement a particular funding program.

Ferzan’s core group within GORR consisted of approximately four to five individuals, and a few secretaries. Ferzan elaborated that he hired people who were smart, organized, good managers, and who were willing to work seven days a week. In particular, Ferzan hired: (1) Terry Brody—with whom Ferzan had worked at the Attorney General’s Office—as Deputy Executive Director of GORR; (2) Timothy Cunningham, the Governor’s Policy Advisor at the time; and (3) several junior individuals, including from law firms and those with interest in working in state government. In addition, an individual from New Jersey’s Office of Homeland Security & Preparedness was on detail at GORR. When GORR was first established, and at Ferzan’s direction, certain employees from State departments and agencies, including from the Department of Environmental Protection (“DEP”), and the Department of Community Affairs (“DCA”), were temporarily brought in to work directly for GORR. Eventually, these employees returned to their respective departments.

B. Federal Funding Streams

Ferzan explained the complicated and highly regimented nature of federal funding for Sandy aid relief. He said that there were numerous federal funding streams that consisted of disaster recovery resources and that each stream was administered through a different federal agency or a subcomponent within an agency. Each federal program was administered differently, with different application procedures, rules, and regulations regarding the appropriate use of funds and different processes in the administration and distribution of funds.

GORR analyzed each of the available federal funding streams to determine what was available, and how best to apply potential funds to the key recovery sectors within New Jersey that GORR had identified. In particular, with respect to the key recovery sectors—namely, housing, community capacity and resources, infrastructure, health and social services, natural
and cultural resources, and resiliency initiatives—GORR created twelve to thirteen working
groups for each of these areas. GORR and these groups worked together to analyze how best to
harness potential federal funding to address the rebuilding needs within each of the key sectors.

C. Sandy Aid & Hoboken

1. FEMA Public Assistance

Ferzan described FEMA’s public assistance program, which was the primary federal
funding stream for public infrastructure. He said that this program included a hazard mitigation
component that allowed a municipality not only to rebuild, for example, a fire station, that was
damaged by Sandy, but also allowed the municipality to improve a structure’s hazard mitigation
ability.

FEMA ultimately decided which projects were eligible for federal funding and
approved/disapproved applications. Under this program, the State was the grantee, and
municipalities were the sub-grantees. Ferzan realized early on that this program was going to be
an important one. Ferzan explained that FEMA was the ultimate decision maker with respect to
approving public assistance grant applications; the State helped process and submit these
applications, and helped to ensure that the municipalities’ grant paperwork was as complete as
possible in order to maximize the likelihood that FEMA would approve of the applications. The
State, however, did not have discretion or authority to award municipalities grants.

Ferzan said that, while there is no truth to Hoboken Mayor Dawn Zimmer’s allegations,
hypothetically, if the State wanted to withhold Sandy aid from Hoboken for political (or any
other) reasons, the only thing the State could have done was delay the processing of Hoboken’s
applications by, for example, losing relevant paperwork. Ferzan said that there was absolutely
no interference with the processing of Hoboken’s applications for public assistance. Hoboken
went through the same process as all other municipalities in the State. Ferzan pointed out that
neither Mayor Zimmer nor anyone else has alleged or otherwise suggested that any such delays
occurred.

2. Additional Sandy Aid-Related Opportunities that Hoboken Received

Ferzan said that not only was Hoboken never penalized for political reasons with respect
to Sandy aid, but that Hoboken in fact received additional Sandy aid opportunities that were not
available to other municipalities in the State. Ferzan explained that this was because Hoboken,
with the State’s assistance, was one of a select number of municipalities that qualified for certain
of the federal government’s Sandy aid-related projects.

One of these projects involved the U.S. Department of Energy (the “DOE”) and
concerned a microgrid. Ferzan explained that GORR and the DOE worked closely together in
connection with this project, including with respect to securing Hoboken as one of the pilot cities
for it. Hoboken was the only community in New Jersey with a microgrid study. In or around
June 2013, the DOE, the New Jersey Board of Public Utilities, and Hoboken signed a
memorandum of understanding regarding this project. On or around November 20, 2013,
however, the DOE expressed to Ferzan its frustration with Hoboken, which had not taken certain steps necessary to move the project forward. Ferzan stated that this was one example in which GORR went out of its way to help Hoboken, but where Mayor Zimmer and Hoboken failed to follow through and see the completion of a particular project.

Sometime after May 2013, GORR helped Hoboken secure the opportunity to participate in another project, which involved a transit grid. This project provided Hoboken with the opportunity to bolster its transportation assets and make them more resilient. In addition, GORR helped facilitate Federal Transit Administration (“FTA”) funding for NJ Transit assets in Hoboken. The NJ Transit project in Hoboken is also expected to help protect Hoboken from flooding. Ferzan explained that this project has also been incorporated into Hoboken’s Rebuild by Design (“RBD”) project by virtue of GORR’s collaboration. (Ferzan said that GORR also helped facilitate FTA funding for construction of a steel wall on the New Jersey shore. The FTA had planned to use funds to protect Route 35, so GORR proposed that FTA’s project protect the surrounding communities as well.)

As another example that Hoboken received on the high end of Sandy aid funding, Ferzan explained that GORR emphasized to the U.S. Army Corps of Engineers (“Army Corps”) the issue of repetitive flooding in certain areas, including in Hoboken and Jersey City. For example, Ferzan and Commissioner of DEP Bob Martin wrote a letter to the Army Corps, dated May 3, 2013, regarding the repetitive flooding issue.

Finally, Ferzan explained that Hoboken was also one of a small number of communities chosen to participate in the federal government’s RBD competition. Ferzan said that GORR emphasized to HUD the importance of designs focused on a regional solution in urban communities, highlighting Hoboken, among other communities.

D. GORR’s Role in Sandy Aid Relief Efforts

Ferzan explained that there were weekly meetings in the Governor’s Office regarding Superstorm Sandy. Ferzan said that Lieutenant Governor Kim Guadagno came to these meetings occasionally, but did not weigh in on anything substantive regarding Sandy aid programs and/or grants. Rather, if the Lieutenant Governor did say anything at these meetings, it was about how greatly communities were suffering and that she was concerned about the psyche of the Jersey Shore communities. The Lieutenant Governor was not involved with Sandy recovery programs and/or initiatives. Ferzan did not discuss the Rockefeller Group project or any specific development project with the Lieutenant Governor, including at these weekly Sandy meetings. Ferzan explained that he and the Lieutenant Governor generally discussed the need for a holistic plan for repetitive flooding areas.

Ferzan said that Sandy aid was never awarded to, or withheld from, a municipality for political reasons, and that there was never a discussion within GORR about that. Ferzan explained that, not only did GORR never award or try to award Sandy aid on a political basis, but also that, based on the way that the federal funding streams worked, the State did not even have the ability to exercise any political influence over decisions made with respect to the
granting of Sandy aid. Moreover, to maximize the federal funding that the State received, GORR established objective grant criteria based on FEMA’s guidelines.

Ferzan explained another layer of protection with respect to ensuring the fairness of the Sandy aid process: FEMA and other relevant federal agencies oversaw the federal funding early on and often in the process, and conducted routine audits on a regular basis. In addition, GORR partnered with federal agencies to host seminars regarding best practices for the relevant State entities involved in administering Sandy aid to make sure that everyone involved was on the same page.

Ferzan was very focused on conducting the Sandy relief process in a fair, objective way. Ferzan said that GORR was always concerned about the perception and dynamic of winners and losers with respect to Sandy aid because GORR knew how little potential funding was available in total, as compared to the State’s needs. As such, Ferzan realized early on that many communities, individuals, and businesses would not receive funds for anything beyond minimum repairs because there simply was insufficient funding available beyond that. As a result, GORR’s criteria focused on the hardest hit communities and individuals with the fewest resources.

III. Superstorm Sandy Aid Allegations

A. Interactions with Mayor Zimmer

1. November 25, 2013: Mayors Meeting

Ferzan recalled that, during Mayor Zimmer’s January 2014 appearance on CNN’s Anderson Cooper show, Mayor Zimmer suggested that Ferzan discussed private development issues with Mayor Zimmer in an inappropriate way. In particular, Mayor Zimmer alleged that Ferzan summoned her to a meeting at the State House in Trenton to discuss private development. Ferzan explained that it was GORR’s practice to document their Sandy aid-related meetings and actions, including through call logs and calendars. Based on Ferzan’s calendar entries, the last time that Mayor Zimmer attended a meeting at the State House with Ferzan/GORR was on or around November 25, 2013. That meeting was hosted by GORR and consisted of mayors from Northern, Central, and Southern New Jersey; the attendance log for the meeting showed that Mayor Zimmer signed in and that there were approximately 30 people present. At the meeting, GORR gave a PowerPoint presentation on the application of Community Development Block Grant (“CDBG”) funding in New Jersey at the time, as well as the limitations and substantial needs regarding funding going forward. Ferzan remarked that, on Anderson Cooper, Mayor Zimmer appeared to be suggesting that Ferzan was somehow pushing her to support a private development project at that meeting. Ferzan explained that, contrary to Mayor Zimmer’s allegations, this meeting was one to which all mayors in hard-hit Sandy areas had been invited and concerned primarily CDBG. Based on the summary of the meeting, Mayor Zimmer asked for more funds for Hoboken in the next round of federal funding. In response, Ferzan explained to her that HUD Secretary Shaun Donovan had already determined what type of funding would be included in the second round. In other words, Ferzan noted, it was the federal government—not New Jersey—that decided the type of Sandy aid funding available.
Ferzan did not specifically recall Mayor Zimmer bringing up RBD at the meeting, but said there may have been a reference to RBD in notes of the meeting taken by someone in DCA. Ferzan stated that the Rockefeller Group project was not discussed at this meeting, and that Mayor Zimmer did not suggest that anything regarding Sandy aid was or had been tied to that project in any way. Ferzan did not recall ever having had a one-on-one meeting with Mayor Zimmer. Ferzan said that it was possible that Mayor Zimmer, and another attendee from Hoboken, Stephen Marks, approached Ferzan after the November 25 meeting, but Ferzan did not have any specific recollection of any such meeting, including what they had discussed.

Ferzan explained that GORR highlighted urban areas and repetitive flooding in communities like Hoboken when discussing the second tranche of CDBG-DR funding with HUD. Ferzan explained that the second tranche of CDBG funds contemplates funding major infrastructure projects—including a Flood Mitigation Program and an Energy Bank, which would help support Hoboken’s potential microgrid project—but that the funding had not yet been allocated to DCA and DCA’s Action Plan had not yet been submitted. In the first tranche of CDBG-DR funds, New Jersey prioritized assisting families with rebuilding their homes, helping small businesses get back on their feet, and addressing the immediate needs of communities to finance and operate in the aftermath of the storm.

2. Interactions with Mayor Zimmer

Ferzan said that, over the past year, he probably interacted with Mayor Zimmer a total of ten times (including in-person and telephonically). Whenever he did interact with Mayor Zimmer, she was supportive of private developers that were willing to invest in resiliency measures at their own cost. Ferzan added that Mayor Zimmer seemed to be “all over the place” during their conversations. For example, during one conversation with Ferzan, Mayor Zimmer requested oyster beds for Hoboken, and Ferzan responded that he did not think that oyster beds would be a good flood mitigation program, but that he would ask the Stevens Institute of Technology and Rutgers University for an assessment. Another time, Mayor Zimmer told Ferzan that she wanted a hydraulic wall system surrounding Hoboken. Ferzan asked Mayor Zimmer if any preliminary studies and/or engineering analyses had been conducted because, based on Ferzan’s layman understanding, it seemed that such a wall would mean that water would be trapped in, and potentially flood, neighboring towns. Ferzan also recalled a letter from Mayor Zimmer about pump stations, which was Mayor Zimmer’s next fixation. Ferzan pointed out that each of these requests concerned complicated programs, which was why GORR retained universities, including the Stevens Institute and Rutgers, to study the effectiveness and viability of these types of proposed programs. Ferzan said that Mayor Zimmer always wanted a lot of money and that she wanted it fast, and yet it was not even clear that what she wanted on any given day was in the State’s, let alone Hoboken’s, best interests. In their conversations with Mayor Zimmer, Ferzan discussed the billions of dollars of unmet needs throughout the State and the challenges that GORR would have in helping a single community in the ways Mayor Zimmer was suggesting.

On or around May 15, 2013, Ferzan met with Mayor Zimmer and representatives from FEMA, DEP, and the New Jersey State Police, to discuss Hoboken’s resiliency plans. Previously, Mayor Zimmer had said that she wanted to make a public announcement that she had
developed resiliency plans for Hoboken and wanted federal funds to pay for them. In response, Ferzan suggested that before Mayor Zimmer makes any such announcement, they work together to identify a particular federal funding stream for her resiliency plans. Thus, Ferzan organized the May 15 meeting, during which meeting FEMA’s public assistance program was identified as a viable avenue. Thereafter, however, Mayor Zimmer did not follow up with the relevant State and/or federal agencies in pursuing this potential source of funding. Ferzan noted that the entire back-and-forth with Mayor Zimmer on this issue seemed very political. At the time that Mayor Zimmer wanted to make her unilateral request for federal funding, she was in the middle of an election cycle and, rather than call GORR, Mayor Zimmer wrote the Governor’s Office multiple public letters over the course of a few weeks regarding funding. After the May 15 meeting, however, Mayor Zimmer did not pursue securing funds from FEMA for resiliency plans.

Ferzan did not recall hearing about the Rockefeller Group prior to Mayor Zimmer presenting the Rockefeller Group’s flood mitigation plan for Hoboken in early 2013. At this point in time, the Office was in crisis mode focusing on Sandy recovery. Ferzan said that private development firms or a private development project would not have made an impression on him aside from the fact that a private developer was willing to pay for resiliency measures. Ferzan did not recall ever attending a meeting with the Rockefeller Group, though he had individual conversations with Lori Grifa and David Samson later in the year regarding the Rockefeller Group’s willingness to help finance Hoboken’s flood mitigation plan, and later about providing support to Hoboken’s RBD project.

B. May 10, 2013 Senior Staff Retreat

Ferzan attended the senior staff retreat on May 10, 2013. Ferzan recalled that he gave a 45-minute presentation on Sandy aid during the retreat that highlighted, among other things, that damages across New Jersey far exceeded available funds. Ferzan did not recall Hoboken coming up during his presentation or otherwise at the retreat. Ferzan did not recall discussing the Rockefeller Group’s North End development during his presentation or otherwise at the retreat. Ferzan recalled that his presentation mentioned public-private partnerships as a potential funding stream to help address the gap between damages and available funds. Ferzan did not recall the ShopRite event coming up during the retreat, but recalled that the Lieutenant Governor made a statement to the press at a ShopRite event to the effect that the Governor had to focus on recovery throughout New Jersey, which, Ferzan noted, was another a theme in his presentation.

C. Presidential Hurricane Sandy Rebuilding Task Force & Private Development

Ferzan explained that both he and Mayor Zimmer were on the Presidential Hurricane Sandy Rebuilding Task Force, of which HUD Secretary Donovan was the chair. Ferzan said that the task force generated a report to President Obama, which recommended using federal funds in conjunction with public-private partnerships. Ferzan stated that the recommendation was based in part on discussions that the task force had with a number of New Jersey communities, including Hoboken, and also involved discussions with private developers who were willing to pay for resiliency measures. Ferzan added that not only did the report recommend public-private partnerships, but also that Mayor Zimmer stated in her 2013 State of the City Address that there
would be private funding in Hoboken and thanked the Rockefeller Group by name for its engineering designs.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Forrest Interview Memorandum

On March 20, 2014, June Forrest was interviewed by Matthew Benjamin and Sarah Vacchiano of Gibson Dunn. Forrest was not represented by counsel during the interview. All information contained herein was provided by Forrest or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Forrest has not read or reviewed the memorandum and has not adopted or approved its contents. Benjamin began the interview by administering the standard Upjohn warnings per Gibson Dunn’s protocol, and requesting that Forrest refrain from discussing the investigation and interview with others. Forrest stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Forrest joined the Governor’s Office in January 2010 as Deputy Director of Appointments and Senior Counsel. Forrest is currently on a leave of absence from the Attorney General’s Office, where she oversaw employment litigation and employment counseling.

A. Role and Responsibilities

Within the Governor’s Office, Forrest serves as an employment lawyer with both legal and non-legal responsibilities. She oversees placement of people in positions throughout the Administration and is also responsible for reviewing agency statutes and ensuring that all employment decisions comport with civil service law.
B. Interactions with the Port Authority of New York & New Jersey

Forrest routinely interacts with various authorities in the normal course of placing potential candidates across state government.

From time to time, Forrest sent resumes to the Port Authority to assess openings for particular candidates. David Wildstein was Forrest’s main contact at the Port Authority, and they interacted frequently. Forrest does not recall specifically who first introduced Wildstein as Forrest’s main point of contact at the Port Authority, but thinks it was either Bill Stepien or Michele Brown.

Forrest recalled that Wildstein was very helpful in bringing her up to speed when she started placing people in state government. Forrest explained that she did not come to the Governor’s Office with a political background and therefore relied on people like Wildstein to educate her on the nuances of hiring within state government. Forrest had a professional relationship with Wildstein but also considered him to be a friend. She recalled that Wildstein was kind to her and sent her flowers when she was recovering from a procedure that required her to be under anesthesia—a procedure that Wildstein knew Forrest was anxious about undergoing.

C. Interactions with Bill Stepien

Forrest worked with Stepien when he was Deputy Chief of Staff in the Governor’s Office. Following Stepien’s transition to the Governor’s re-election campaign, Forrest maintained a relationship with Stepien. Her son also worked for Stepien during the re-election campaign. Forrest was very fond of Stepien. She has not reached out to him since the events of January 8, 2014.

Forrest thought that Wildstein and Stepien had a close professional relationship.

II. Chronology of the George Washington Bridge Events

A. Late November / Early December 2013 Conversation with Wildstein

Forrest recalled speaking with Wildstein by phone in either late November or early December 2013. Forrest said that the conversation started as a routine professional conversation discussing a potential candidate that Forrest was not involved in placing because he was the husband of a cabinet member. Wildstein called to tell Forrest that he was unable to find a position for the candidate, and asked Forrest to call and let the candidate know that there was no opening at that time. Forrest recalled Wildstein sounded down, so she asked him what was wrong. In response, Wildstein asked her if she had read the papers; Forrest replied that she had not. Wildstein explained that the Port Authority had done a traffic study that created problems and was causing issues for the Administration. Forrest told Wildstein that everyone makes mistakes, and he should not worry about it. Wildstein
then said that he was bothered mainly because he would have to stay on at the Port Authority (presumably to see the issue through and help weather the storm), and the job was tiring and he wanted to go back to his family’s business.

B. December 6, 2013 – Wildstein’s Resignation

Following Wildstein’s resignation on December 6, 2013, Forrest texted or called Wildstein to say good luck, and told him she was happy he would finally get to go back to the family business as he wanted. Wildstein responded he hoped they could meet for a coffee during the upcoming holidays.

Forrest said that they never ended up meeting for coffee, partly due to her busy work schedule during that particular time of year and increased hiring trends, and partly because Forrest became ill with the flu and bronchitis. At some point before January 8, 2014, Forrest recalled texting Wildstein to say that she felt guilty that they never connected for coffee, and she hoped Wildstein was doing well. Forrest has had no contact with Wildstein since that text.
To: File
From: Gibson, Dunn & Crutcher LLP
Re: Gilroy Interview Memorandum

On February 28, 2014, Jim Gilroy was interviewed by Avi Weitzman and Alyssa Kuhn of Gibson Dunn. Gilroy was not represented by counsel during the interview. All information contained herein was provided by Gilroy or as indicated. Gilroy has not read or reviewed this memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Gilroy refrain from discussing the investigation and interview with others. Gilroy stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Role and Responsibilities

Gilroy serves as the Advance Director in the Office of the Governor. Gilroy is responsible for planning and executing all of Governor Christie’s events. Gilroy joined Governor Christie’s campaign as Director of Advance in June 2009, and has served in that capacity in both of Governor Christie’s administrations.

B. Interactions with the Port Authority

Gilroy stated that he met David Wildstein, Director of Interstate Capital Projects at the Port Authority, sometime after January 2010 after Gilroy joined the Office of the Governor as Director of Advance. Gilroy said that he got to know Wildstein because Wildstein was his point of contact when planning events for Governor Christie that involved the Port Authority.
When asked what his impressions were of Wildstein, Gilroy said that Wildstein was someone who got things done. Gilroy also said that, on a few occasions, Wildstein offered his advance team gifts or favors. Gilroy was not sure whether Wildstein was being facetious or serious. For example, at one of the 9/11 Memorial events, Wildstein offered the Governor’s Office a Port Authority emergency vehicle with satellite communication capabilities so that the Office of the Governor could live stream Governor Christie’s events. Gilroy thought this was inappropriate, since the van was Port Authority property that Wildstein could not just give to the Governor’s Office, so Gilroy refused Wildstein’s offer.

When asked to what extent Wildstein elevated issues up to Bill Baroni, Patrick Foye, and David Samson, Gilroy explained that in his position, there were never any issues that Wildstein needed to elevate to his superiors.

II. Chronology of the George Washington Bridge Events

Weitzman then inquired of Gilroy about telephone calls he had with Wildstein on or around September 11, 2013. Gilroy explained that he communicated with Wildstein during the week of September 9, 2013, because Gilroy was preparing for the 9/11 Memorial event with the Port Authority. Gilroy stated that Wildstein never mentioned or suggested anything regarding the George Washington Bridge (“GWB”) lane realignment during those telephone calls. Nor did Wildstein ever warn Gilroy to avoid the GWB during that week. Gilroy said that he was not even aware at the time of the GWB lane realignment or traffic issues during the week of September 9, 2013.

When asked whether Gilroy had any conversations with Bridget Kelly, Deputy Chief of Staff for Legislative and Intergovernmental Affairs (“IGA”), regarding the GWB lane realignment, Gilroy did not recall speaking with Kelly about the lane realignment before or during the realignment, but recalled that he had one conversation with Kelly regarding the GWB lane realignment in December 2013. Gilroy explained that he works closely with the Communications Office and IGA in his role at the Office of the Governor, so he spoke with Maria Comella and Kelly daily. Gilroy recalled that, in December 2013, sometime after Baroni and Wildstein resigned, but before Christmas, he and Kelly walked into Kelly’s office and Gilroy made a comment about the news stories alleging the GWB lane realignment was motivated by political retribution. Once inside the office, Gilroy commented, in sum or substance, what is going on, what were people thinking? Gilroy recalled that Kelly shook her head and replied that she agreed and that this was ridiculous. That was the extent of their conversation, and after his comment, they changed the subject. Gilroy said that he did not get the impression from Kelly’s reaction, or any other interactions or communications with Kelly, that she had any knowledge or involvement in the GWB lane realignment.

Gilroy also recalled that he spoke with Wildstein once in December 2013 or January 2014, after Wildstein had resigned from the Port Authority, but before his emails were released to the public. Gilroy called Wildstein for career advice. Gilroy explained that, in
the past, he had spoken with Wildstein about transitioning to the Port Authority. Gilroy did not speak to Wildstein about the GWB lane realignment and said that if the issue had come up, he would have hung up the phone.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Goetting Interview Memorandum

On March 21, 2014, Lou Goetting was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. Goetting was not represented by counsel during the interview. All information contained herein was provided by Goetting or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Goetting has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Goetting refrain from discussing the investigation and interview with others. Goetting stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Goetting joined Governor Christie’s Administration in 2010 as Cabinet Secretary. His title subsequently changed and he now serves as the Governor’s principal Deputy Chief of Staff. Before joining state government, Goetting served as the principal and founder of Goetting Ahead, a public policy consulting firm. Previously, Goetting was Executive Vice President of Administration, Operations and Information Technology for Brookdale Community College. From 1998-2002, Goetting was the Vice President of Administration at the University of Medicine and Dentistry of New Jersey. Before joining the Christie Administration, Goetting served as both Deputy and Assistant State Treasurer for New Jersey from 1994-1998.]
Goetting received a B.A. in government and law from Lafayette College and an M.P.A. from Fairleigh Dickinson University.]

A. Role and Responsibilities

Goetting’s responsibilities as both Cabinet Secretary and Deputy Chief of Staff have largely focused on the operation of the cabinet departments, in addition to the development, implementation and management of current and future state budgets and departmental internal operations. Goetting said that he reviews requests for the development of new programs, and issues related to hiring, termination, and changes in organizational structure.

In addition, Goetting said that he negotiates with the state legislature over the annual operations budget.

B. Interaction with the Office of Legislative and Intergovernmental Affairs

Goetting said that he routinely interacts with the Office’s Legislative and Intergovernmental Affairs (“IGA”) unit to ensure that local governments are timely informed and aware of departmental decisions affecting those municipalities. Goetting stated that he relies on IGA to communicate to local governments what the state is doing for their communities before projects administered by the state’s approximately $35 billion budget are announced to the general public.

Goetting interacted with Bill Stepien during Stepien’s tenure as Deputy Chief of Staff for IGA, and then with Bridget Kelly once she succeeded Stepien in IGA. Goetting did not have a social relationship with either Stepien or Kelly.

C. Interactions with the Port Authority of New York & New Jersey

Goetting said that he has minimal involvement with the Port Authority. Goetting knew Bill Baroni from Baroni’s time as a New Jersey State Senator, but did not interact with Baroni in his capacity as Deputy Executive Director of the Port Authority. Goetting did not recall ever meeting David Wildstein.

II. Superstorm Sandy Aid Allegations

Goetting was the Governor’s authorized FEMA representative when Hurricane Sandy happened in 2012. Goetting said that he has been both personally and professionally invested in post-Hurricane Sandy aid programs, because his house was impacted by Hurricane Sandy and Goetting is still unable to go back to his home due to the damage. Goetting said that he has applied for every Hurricane Sandy relief program available to New Jersey residents and therefore has personal experience with the distribution process. Goetting has also attended every Hurricane Sandy meeting with Governor Christie and used
his personal experiences applying for aid to help educate the Governor about the complex programs and distribution process. Goetting said he has participated in most, if not all, discussions about the State’s development of various relief programs, and there has never been a discussion of tying Hurricane Sandy aid to politics.

III. Chronology of the George Washington Bridge Events

A. Spring 2013

Goetting did not have any knowledge of efforts to obtain the endorsement of Fort Lee Mayor Mark Sokolich or other elected officials. He recalled reading in the paper about the Democratic endorsements that the campaign obtained.

B. September 9-13, 2013 – George Washington Bridge Lane Realignment

Goetting had no knowledge of the Fort Lee lane realignment either before the lane realignment occurred or during the week of the realignment itself. Goetting first became aware of the lane realignment when it was first reported in the press. He recalled that everyone in the Governor’s Office summarily dismissed the notion of the Governor’s Office being involved in a plan to realign the lanes for political retribution as being ludicrous.

Goetting did not have a conversation with Kelly at any time about the lane realignment or the news about the realignment.

C. December 13, 2013

1. Senior Staff Meeting

Goetting recalled attending the senior staff meeting that the Governor organized on the morning of December 13, 2013. Goetting recalled that the Governor stood behind his chair as he addressed senior staff during the meeting. Goetting described the Governor as angrier than Goetting had ever seen him.

Goetting recalled the Governor saying that the national attention on the Governor’s Office and his staff would be ten times brighter following the Governor’s re-election victory in November 2013, and told them that they all needed to be smarter, brighter, and more attentive.

Goetting recalled that the Governor looked everyone in the eye and said that if anyone knew anything, they had to tell him now because he was going to do a press conference shortly after the meeting denying his own knowledge of the lane realignment and publicly stating that none of his staff had any knowledge of the lane realignment. Goetting recalled the Governor specifically telling everyone not to make a liar out of him. Goetting
recalled everyone looking at each other as if to say, this is crazy. Goetting recalled sitting diagonally across the table from Kelly, but did not recall anything in particular about Kelly’s demeanor during the senior staff meeting.

Goetting recalled that the Governor told everyone they had a short period of time to bring whatever information they had to either the Chief of Staff or Chief Counsel. Goetting does not recall having a discussion that day with either the Chief of Staff or Chief Counsel.

D. January 8, 2014 – Kelly’s Emails Revealed in *The Bergen Record*

Goetting recalled being in the Governor’s Office when the news broke about Kelly’s emails with Wildstein regarding the lane realignment. He did not recall going to Drumthwacket on January 8, 2014.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Gornitz Interview Memorandum

On January 30, 2014, Reed Brodsky and Alyssa Kuhn of Gibson contacted Vivien Gornitz, Special Research Scientist at Columbia University.

At the outset of the call, Brodsky informed Gornitz that Brodsky and Kuhn represented the Office of the Governor of the State of New Jersey and that Gibson Dunn was conducting an internal review of, among other things, allegations made by Mayor Dawn Zimmer. Brodsky further said that Mayor Zimmer has stated, among other things, that there was some conversation between her and Commissioner Richard Constable prior to or right at the start of the appearance on the NJTV television program, “Superstorm Sandy: A Live Town Hall” in May 2013.

I. Superstorm Sandy Aid

A. May 16, 2013 – NJTV Live Town Hall Event

Gornitz stated that she recalled attending the “Superstorm Sandy: A Live Town Hall” program and recalled sitting on stage. Gornitz stated that she did not hear the conversation between Mayor Zimmer and Commissioner Constable. Gornitz stated that she did not know Commissioner Constable or Mayor Zimmer.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File

From: Gibson, Dunn & Crutcher LLP

Re: Governor Christie Interview Memorandum

On February 12, 2014, February 28, 2014, and March 18, 2014, Governor Christie was interviewed by Randy Mastro, Debra Wong Yang, and Alexander H. Southwell of Gibson Dunn. The Governor was not represented by counsel and volunteered to make himself available to be interviewed. All information contained herein was provided by Governor Christie. Governor Christie has not read or reviewed the memorandum and has not adopted or approved its contents.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Allegations concerning Sandy Aid and Mayor Zimmer

In response to questions about the Governor’s Administration’s focus on Sandy aid, Governor Christie explained that he established a separate office—the Governor’s Office of Recovery and Rebuilding, referred to as GORR—within his Office to coordinate Sandy aid. He established GORR to help administer aid in an orderly and responsive manner. The process of funding reimbursements is complicated and needed a dedicated staff. Specifically, the Office was tasked with handling requests for Sandy aid and the extensive federal and state oversight of Sandy aid, including integrity audits. The Governor’s charge to those who worked on the Sandy aid response was that because there were lots of different sources of aid, aid should be distributed quickly and efficiently to the people who need it. The Governor established weekly meetings in order to help those in need to access available funds. He hired Marc Ferzan, a former federal prosecutor, to head up GORR because he was a very effective, “by the book” guy. The Governor commented that he was confident that Ferzan would not be overwhelmed or frustrated by the task at hand, which was extraordinarily complex.
The Governor was involved in some policy decisions concerning the types of recovery programs and projects to pursue. Examples of such decisions included whether to buy out homes in repetitive flood areas and whether to provide aid to elevate homes. The Governor further understood that much of the Sandy aid was based on formulas, and he was not generally involved in issues of where the aid money was distributed after programs were decided upon. On occasion, the Governor would get reports on where the aid money was distributed and any problems with contractors. If something was not working, his GORR team would become aware of it, and sometimes, he would hear how they were trying to fix it. The Governor often commented that aid should be distributed “on the merits.” Governor Christie noted that there was always a concern that there was so much need and not nearly enough money.

When asked about Mayor Dawn Zimmer, he believed he spent more time with Mayor Zimmer than most other Mayors in the State. Governor Christie noted that Mayor Zimmer was one of a few mayors he met with alone in his Office about Sandy aid. He recalled that that meeting occurred in the winter of 2013, likely in February. At that one-on-one meeting with the Governor, Mayor Zimmer had come with a presentation that outlined her plan for flood control for Hoboken, including showing the Governor large maps with proposed flood walls and pumps. That one-on-one meeting with Mayor Zimmer, which occurred in the Governor’s Office, was followed by another larger meeting that Mayor Zimmer had with Commissioners in the Christie Administration at Governor Christie’s behest.

The Governor stated that there is no truth to the allegations that he directed anyone to tie Sandy aid to any political considerations or support for any economic development projects. The Governor made clear that he did not give any such direction and did not send any messages to anyone about tying Sandy aid to economic development projects. The Governor further stated that he did not provide any direction to the Lt. Governor, as alleged, at any time.

A. Rockefeller Development Group

Asked about awareness of the Rockefeller Group development project in Hoboken, the Governor stated that he had only a very general awareness of the Rockefeller Group and that they were attempting to pursue some development in Hoboken. The Governor was aware of the Rockefeller Group from some other projects around the state, including ground-breakings or ribbon-cuttings that he recalls having attended. The Governor recalls that there was another development project in Hoboken involving NJ Transit, but he does not recall or know if he knew the name of the other developer of that project or any other details about the project; he simply refers to it as the NJ Transit project. [NOTE: LCOR is the developer of the NJ Transit project.] The Governor did recall, however, that NJ Transit was frustrated that Mayor Zimmer was not supporting that other project, despite it being a good project. The Governor did not recall from whom he had heard this.
The Governor was not aware, and had no recollection of ever knowing, that Mayor Zimmer took any position adverse to the Rockefeller Group project.

The Governor had no specific recollection of any meetings with any Rockefeller Group executives or lobbyists. He acknowledged that he may have met or seen Rockefeller Group executives at events. He recently saw a photograph of himself and a Rockefeller Group executive at a DayTop Village charity event last year. He had not recalled seeing the executive at that large gathering, but realized that he must have, given the photograph.

The Governor stated that he now knows that Wolff & Samson represented the Rockefeller Group, although he was not aware of that at the time of the allegations at issue. The Governor has not met with Lori Grifa of Wolff & Samson since she left DCA.

Concerning the alleged May 10, 2013 meeting with the Lt. Governor, the Governor did not recall having any substantive conversations with the Lt. Governor at the Senior Staff retreat. The Governor recalled only two interactions with the Lt. Governor at the retreat: first, the Governor recalls singing a song with the Lt. Governor after dinner; second, the Governor recalled going to the kitchen for a snack—he recalled having raspberries—and running into the Lt. Governor in the kitchen and briefly saying hello. The Governor did not recall any conversations at all at that Senior Staff retreat about the Rockefeller Group. And he did not recall any conversations with the Lt. Governor about Mayor Zimmer at the Senior Staff retreat. Nor did the Governor recall any conversation with the Lt. Governor about Mayor Zimmer since May 1, 2013, with the exception of a call from the Lt. Governor after these allegations were made by Mayor Zimmer in January 2014, in which the Lt. Governor assured the Governor that the allegations were false.

The Governor further commented that even if the Rockefeller Group’s Hoboken development project were to have been mentioned to him, he would not have known anything about the project. He therefore would not have directed the Lt. Governor to “deliver a message” in Hoboken to Mayor Zimmer, and he did not do so.

In response to a question about whether the Governor was familiar with the NJTV program with Commissioner Constable and Mayor Zimmer, the Governor said that he did not see the program. He did not have any conversations with Commissioner Constable beforehand about the program or about what to say at the program. He also did not ask or direct Commissioner Constable to send “a message” to Mayor Zimmer, as Mayor Zimmer suggested. The Governor noted that he does not have any memory of the event happening, that Commissioner Constable was going, that Mayor Zimmer was going, or that Commissioner Constable would interact with Mayor Zimmer. The Governor first heard about the allegations regarding Commissioner Constable when he read the news about it on the way to Florida in January 2014. At some point after the news report, the Governor got a call from Commissioner Constable, who told the Governor that the allegations were false.
In response to a question about Mayor Zimmer’s allegations against Marc Ferzan, the Governor said he had no conversations with Ferzan about delivering any such message to Mayor Zimmer and gave no such direction to Ferzan.

In response to a question about Rebuild by Design, the Governor commented that he cannot recall any discussions with Mayor Zimmer about Rebuild by Design. The Governor had a vague and general recollection that there were three New Jersey proposals in the finals of the competition—one from the shore, one from Hoboken, and the third related to the Meadowlands. The Governor did not recall any prioritization among these three projects. The Governor had no recollection that Mayor Zimmer wanted New Jersey to prioritize Hoboken’s project and support only it over the other New Jersey projects, although the Governor did have an understanding that Mayor Zimmer was advocating for Hoboken’s Rebuild by Design project. The Governor was aware that a credo of Rebuild by Design was public-private partnerships.

In response to a question about any visits to Hoboken since May 2013, the Governor recalled visiting Carlo’s Bakery for an endorsement by a small business group.

In response to a question about a potential endorsement from Mayor Zimmer, the Governor explained that at the end of his February 2013 meeting with Mayor Zimmer, he told her that he was not going to ask that day, but that he may come to ask for her endorsement later, and he asked her to start thinking about that and let him know her views. The Governor thought that he had a good working relationship with the Mayor. The Governor knew the Mayor was concerned about crossing party lines to endorse, in part, because she was up for re-election, and she responded that she couldn’t give him an answer. And the Governor said he was fine with that. The Governor had no other direct conversations with Mayor Zimmer about her endorsement, although he understood that the campaign approached her at a later date. He recalled that at some point in the Fall, Mayor Zimmer indicated she might publicly state that she would vote for the Governor but that she did not want to use the word “endorse.” At that late date, the Governor had so many other endorsements, and was well ahead in the polls, so he did not see much value in Zimmer’s expression of support without an endorsement.

II.  Fort Lee Mayor Mark Sokolich

The Governor had no memory of meeting Mayor Sokolich. The Governor knew Mayor Sokolich’s name because of the accusations that Mayor Sokolich made. When those accusations came up, the Governor asked Stepien if there was any truth to them. Stepien responded that they had asked in spring 2013 for Mayor Sokolich’s endorsement, but that Mayor Sokolich had said that due to business reasons, he could not be publicly supportive. After that, Stepien remarked, they left Mayor Sokolich alone. Stepien commented that, accordingly, he did not understand the allegations concerning retribution against Mayor Sokolich. This information from Stepien made sense to the Governor because he did not
recall being asked to court Mayor Sokolich. After speaking with Stepien, the Governor believed that the news stories were just being stirred by the press or Barbara Buono.

III. Chronology of the George Washington Bridge Events

Governor Christie did not know about any plans or ideas for the lane realignment of the three dedicated Fort Lee lanes at the George Washington Bridge (“GWB”) at any time. Governor Christie had no role in the lane realignment and no knowledge of anyone’s participation in the lane realignment. He did not discuss the lane realignment with any Port Authority or Administration personnel.

While the realignment was in effect, Governor Christie did not recall being aware of the lane realignment or the traffic caused by the lane realignment.

A. 9/11 Memorial Event

For the 9/11 Memorial Event, Governor Christie, at Charlie McKenna’s suggestion, took a ferry across the Hudson River with the New Jersey families of 9/11 victims. Upon arrival in Manhattan, the New Jersey State Police drove the Governor to the arrival site, where he was met by Baroni. Wildstein and Samson joined at some point later. Governor Christie then stood around for a while, waiting for Governor Cuomo to arrive, so that the two governors could enter at the same time, per tradition. During this waiting period, various Port Authority employees were brought over by Baroni and/or Wildstein to take pictures with Governor Christie.

The Governor did not believe that Chip Michaels was there. The Governor said he did not know Michaels well, but he is familiar with Michaels’ family. They were reacquainted in the past few years because their children played hockey. The Governor recently saw Michaels at the hockey rink, where they discussed their children and hockey, including his son’s recent injury. The Governor never discussed the GWB traffic or lane realignment with Michaels.

Mrs. Christie was by the Governor’s side throughout the 9/11 Memorial Event, including the period before the event began. Before the 9/11 Memorial Event began, the Governor recalled that Mrs. Christie asked to use a bathroom, and Wildstein directed her to a large white Port Authority trailer. She went into the van, and then exited, saying that there was no bathroom in the trailer. A female Port Authority Police Department officer, who was possibly Baroni’s driver, then took Mrs. Christie to the bathroom. Otherwise, Mrs. Christie was with the Governor throughout the event.

During the time before the event started, Baroni and Wildstein, along with others, were present for most of the time. The Governor has no specific recollection of conversations with them, other than light banter. Asked whether anyone raised the subject of traffic in Fort Lee prior to or at this event, the Governor responded that he had no such
recollection, and any such mention would not have been memorable to the Governor because traffic issues are a regular occurrence. Asked whether anyone raised Mayor Sokolich with him at the 9/11 event, the Governor responded that he did not believe there was any mention of Mayor Sokolich.

The Governor left the 9/11 Memorial Event early to go to a doctor’s appointment in Manhattan. Following that appointment, he went to the West 30th Street heliport, and took the NJSP helicopter south to Trenton. The helicopter flew over the Statue of Liberty and the Verrazano Bridge, and then took a hard right, as it always does.

B. Bill Stepien

Stepien and the Governor did not meet regularly. Stepien was an incredibly hard worker who put in long hours. He would often remain in his office, focused on his work, and rarely venture to the Governor’s office. Stepien was also very formal and respectful of the Governor’s time. Stepien generally did not drop by to discuss things with the Governor, as others who worked with the Governor at the USAO would do. Usually, the Governor would have to go to Stepien’s office if he wanted to speak with Stepien. As of April 2013, Stepien would need an appointment to meet with the Governor because he was no longer a State employee.

C. David Wildstein

The Governor first met Wildstein in 1977, when both were students at Livingston High School and volunteering on Tom Kean’s gubernatorial primary election. The Governor and Wildstein attended the same high school, but were not in the same class. The Governor had very little recollection of Wildstein in high school, and believed they did not have significant interaction during that time.

After high school, the Governor recalled that Wildstein was elected to the Town Council, which was notable because he was so young. He also recollected Wildstein’s election as Mayor. The Governor read about both of those elections. He also recalled reading that Wildstein took some controversial political steps, including firing a local judge that was the father of a friend—Marty Brenner—in the 1980s. After that, the Governor had no contact with, or any recollection regarding, Wildstein, until around 2000 in the context of the Franks 2000 U.S. Senate campaign. At that time, the Governor was counsel to the George W. Bush presidential campaign in New Jersey. Baroni was Franks’ campaign counsel, and Wildstein also worked on the Franks Senate campaign. The Governor interacted directly with Baroni, as they were both counsel to their respective campaigns.

Around the time that he was thinking about getting ready to run for governor, the Governor recalled hearing speculation that Wildstein was “Wally Edge,” which made the Governor laugh because he thought it was possible, given that Wildstein is such an “odd
D. Port Authority Positions

Upon assuming the Office, the Governor decided to keep Anthony Coscia as Chairman at the Port Authority for a period of time, due to the complexity of negotiations concerning the World Trade Center rebuilding efforts. The Governor discussed the position of Deputy Executive Director with DuHaime, who suggested Baroni for the position. The Governor was reluctant because Baroni sat in a swing seat, but DuHaime made the case that the party could keep the seat, and that Baroni had the necessary smarts and skills. The Governor then decided to name Baroni as Deputy Executive Director, along with the Governor’s appointment of Samson as the Port Authority Chairman.

At some point, someone, possibly Deb Gramiccioni, told the Governor that Baroni wanted to bring in Wildstein and pay him over $200,000 a year, which she said was too high. The Governor agreed and said that Wildstein’s appointment was acceptable as long as he was not paid too much. While the Governor did not recall the amount discussed, he now understands that Wildstein made $150,000 per year while at the Port Authority, and so he believed that $150,000 may have been the amount discussed with Gramiccioni.

As an indication of his lack of connection to Wildstein, the Governor pointed out that Wildstein is not a contact in his cell phone. The Governor commented that his direct contact with Wildstein was when Baroni brought him to meetings.

E. September and October 2013

The Governor did not recall reading the “Road Warrior” piece about the lane realignment.

The first week of September was particularly busy for the Governor. He went to a Sunday football game in Texas, and then to Dallas, San Antonio, and Houston. The Seaside fire was a big deal on September 12. He first learned about the fire when he was interrupted during a Sandy recovery meeting by a message from a journalist. He sent Comella to check out the news, and learned that the fire was out of control. The Governor decided to caravan down to Seaside that night with a group that included Michele Brown, Commissioner Constable, Bridget Kelly, and others. During that time, he had no discussion with Kelly regarding Fort Lee or the lane realignment. The Governor was preoccupied with the fire and what needed to be done to respond to it.

The Governor had no specific recollection of the September 17, 2013, and October 1, 2013 Wall Street Journal (“WSJ”) articles, but generally recalled that the WSJ was the lead outlet reporting on this story. He recalled seeing the substance of Foye’s email and an article about it, but was not sure when it was posted—at night or the next day. He was aware that
the articles included claims of violations of law. The Governor had two reactions to the article: (1) it was typical of Foye to write and then leak an email, rather than directly discussing the issue; and (2) the Governor wanted to know what happened. Soon thereafter, the Governor raised the issue with McKenna and/or O’Dowd. At some point thereafter, the Governor thought McKenna came back and told him that Baroni said this was a traffic study, and that Foye was making a huge deal out of nothing. This explanation was consistent with the Governor’s understanding of tensions at the Port Authority, and therefore, after hearing this explanation, he was satisfied at that time.

F. November 2013

The Governor next heard about this issue when it was brought to the Governor’s attention whether Baroni should appear at a legislative committee meeting without being subpoenaed. The Governor’s reaction was that he should appear. The Governor did not listen to or follow the testimony. The Governor did recall asking McKenna how the testimony went, and McKenna told the Governor that it went fine—that Baroni had shared evidence of the traffic study, apologized for not talking to Foye about it, and promised that nothing similar would happen in the future.

Thereafter, the Governor heard about the subpoena to Foye and some employees of the Port Authority. The Governor asked McKenna about the subpoenas, and McKenna told him that it was McKenna’s impression that Foye had asked for the subpoena.

G. December 2013

Asked about the decision to ask for Wildstein’s and Baroni’s resignations, the Governor recalled telling McKenna to ask for Wildstein’s resignation, and telling O’Dowd and McKenna to ask for Baroni’s resignation, although the Governor did not recall when this was.

The Governor listened to part of Foye’s testimony and the other Port Authority professionals while he ate lunch. He recalled that his reaction was that it was clear that Foye disliked Wildstein, but liked Baroni. Wisniewski repeatedly attempted to get Foye to “dump on” Baroni, but Foye did not do so. The Governor also noted that the professional Port Authority employees had told the committee that Wildstein had previously asked about the Fort Lee lane issues, as early as the Fall 2010.

After their testimony, and with the increased press attention, the Governor recalled someone (though he does not recollect who), relaying that Wildstein had said something along the lines of, “I’m not stupid; I got this cleared by the Front Office.” The Governor recalled that, in response to hearing that, the Governor asked McKenna what was going on. McKenna talked to Egea, who said she never talked to Wildstein and thought that Wildstein was trying to protect himself. At some point, the Governor also heard (although the
Governor again does not recall from whom) that Wildstein had said that he told the Governor about the traffic study during the period the lanes were closed.

The Governor did recall a telephone conversation with DuHaime about the lane realignment allegations being advanced in the press, which occurred at some point during the week just prior to when Baroni was asked for his resignation, although the Governor could not recall precisely when. In that conversation, DuHaime reported on a recent conversation he had had with Wildstein. DuHaime reported that Wildstein had told him that the traffic study was Wildstein’s idea and that Wildstein would take responsibility for it. Wildstein further commented to DuHaime, who repeated this to the Governor, that he (Wildstein) wasn’t stupid and would not have proceeded with the traffic study without approval. Additionally, Wildstein told DuHaime that he (DuHaime) needed to know that Kelly and Stepien knew about the traffic study.

The Governor could not recall specifically if DuHaime told him in this conversation that DuHaime had also spoken to Stepien about this, but he does not think that DuHaime did. The Governor recalled thinking that the press and legislature were increasingly focusing on Wildstein and that the Governor wanted to understand what Wildstein was saying and whether he was simply looking to protect himself. The Governor also decided to talk to Stepien.

On the morning of December 12, 2013, there was a breakfast at Drumthwacket for union leaders, which Stepien attended. The Governor had no specific recollection of that event, although typically the breakfast is held in the music room at Drumthwacket, the Governor would come in and speak from the steps, take pictures, and then quickly leave. The Governor did recall that there was no discussion about the Bridge lane realignment at the breakfast, with the Port Authority Police Department, or Bridget Kelly, or anyone else.

The Governor asked Stepien to meet with him after the breakfast to discuss a few issues, and the two met in the dining room following the breakfast. In that meeting, the Governor asked Stepien if he was involved in the lane realignment decision. Stepien denied any involvement. Stepien added that Wildstein would come to him with 50 crazy ideas each week and that Stepien would tell Wildstein that Stepien was not in the government anymore, so Wildstein had to run things by Trenton.

Regarding any conversations with O’Dowd or Drewniak about the lane realignment, the Governor recalled that at some point in December, the Governor walked into O’Dowd’s office while Drewniak was there speaking with O’Dowd. The Governor recalled that Drewniak was talking about having dinner with Wildstein, which the Governor found surprising because he did not think that Drewniak and Wildstein were such good friends that they would have dinner together. Leading up to the December 13, 2013 press conference, the Governor knew that when Baroni’s departure was announced, the Governor would be asked about the lane realignment. He wanted to address this issue with his senior staff, but
the meeting he called for that morning with the senior staff was also about his concern about “senioritis” in the aftermath of his re-election victory.

During the December 13, 2013 senior staff meeting, the Governor walked in, slammed the door, and stood the whole time. He was agitated and disappointed. He recalled saying “this is a mess, and now I have to clean it up.” He recalled saying that he hoped everyone enjoyed their 38-day vacation, and was pleased with themselves over the 60-percent victory and the TIME magazine cover, but that it was time to get back to work. He said that “the spotlight can turn to a searchlight real quick” and it was time to raise their game. He said that anyone not up to that challenge should tell him. He then pivoted to the Port Authority issue, and said that he now had to clean up the mess. He said that he needed to know everything so that he could clean it up. He said that if anyone had knowledge of or involvement in the lane realignment, they should tell O’Dowd or McKenna in the next 45 minutes—“the confessionals are open.” The Governor said that the staff should not let him go out and say anything that is not true. He delivered this message loudly and made eye contact with everyone. He then went to his desk, and everyone filed out silently. O’Dowd and McKenna stayed behind and told the Governor they would talk to the staff.

After that morning meeting, but before the press conference, O’Dowd and McKenna told the Governor that all senior staff denied knowledge of or involvement in the lane realignment. The Governor generally recalled that O’Dowd reported that Kelly had an email about the lane realignment while it was going on, which was consistent with Kelly claiming not to have had any prior knowledge of the lane realignment. Thus, the Governor never had any idea or indication that Kelly was involved in the lane realignment. He thought of Kelly as Stepien’s deputy. She was temporarily put in the role of running IGA until it was known whether she could handle it, and he believed part of the scope of the job was taken away from her.

Prior to the press conference, the Governor also called Stepien, inviting Stepien to the press conference and telling Stepien that he was not happy with anyone’s performance lately. The Governor did not recall if Stepien attended the press conference.

After learning from O’Dowd and McKenna that all senior staff denied knowledge of, or involvement in, the lane realignment, the Governor went confidently out to his press conference, knowing that O’Dowd and McKenna had been looking at this issue.

The Governor recalled that O’Dowd had reported that Kelly was crying when she had said that she had nothing to do with the lane realignment, claimed she had no emails about it, and swore up and down that she had no knowledge about it. O’Dowd expressed concern because Kelly was so emotional. The Governor did not recall when O’Dowd expressed this concern, but thought it was after the December 13, 2013, press conference. The Governor was not surprised that someone, particularly an individual like Kelly, might be nervous or
upset in this situation because O’Dowd’s inquiries can be very direct, intense and prosecutorial-like, given his background.

The Governor also recalled getting a call from Stepien on December 14, 2013, while the Governor was on his way to a doctor’s appointment. Stepien told the Governor that Kelly was fragile and worried. The Governor responded that we would keep an eye on her. He added that she should not be worried because no one had anything to do with the lane realignment. Stepien responded that was right.

The Governor did not recall Gramiccioni telling him anything about what she heard from Baroni.

H. January 2014

After working out on January 8, 2014, the Governor received a call from Comella regarding a story in *The Record* that she described as “bad.” He read the article on his iPad, which made him sick to his stomach. Mrs. Christie called, and the Governor confirmed that he had seen the article and would talk to her later. He believed that he then called O’Dowd, and told him to gather those he would need at Drumthwacket. On the drive down to Drumthwacket, the Governor thought he spoke to DuHaime. Meeting at Drumthwacket were O’Dowd, Porrino, Egea, Brown, Comella, Matey, the Governor’s brother, and at some point, DuHaime, Palatucci, and Samson. Others may have been there as well. The Governor recalled McKenna being away.

When the meeting started, the Governor recalled being nervous because he did not know who else might be involved. He got emotional, and with tears in his eyes, asked if anyone else had anything else to do with the lane realignment, because he could not get sandbagged again. One-by-one, each person denied involvement. Together, they then turned to where to go next. When Samson arrived, which was later in the day, the Governor took him aside and asked if he knew anything about the lane realignment allegations and Samson responded that he did not.

The Governor and his advisors discussed whether his team should talk to Kelly or Stepien. They concluded that they should not talk to Kelly because she had a potential legal problem. There was no conversation about talking to Baroni or Wildstein. They decided that they needed to talk to Drewniak, given the documents that had been publicly disclosed, and called him over to Drumthwacket in order to question him about any knowledge or involvement in the lane realignment he may have had. If Drewniak had any, he would have been fired. He was questioned for a while by Porrino and Matey, and explained that he had no involvement in this lane realignment decision.

The Governor concluded that Kelly had to be fired. He recalled not being sure about the nature of Stepien’s involvement in the lane realignment, but felt it was better to sever ties with both at the same time. The Governor decided to sever ties with Stepien in part because
of the language Stepien used in the released emails, but also because he felt he could no longer trust Stepien. The Governor instructed DuHaime to tell Stepien and to find out if he had a relationship with Kelly. DuHaime argued not to get rid of Stepien, but the Governor said that Stepien needed to go.

The Governor recalled that DuHaime left to talk to Stepien and, after a while, returned and reported to the group. DuHaime reported that Stepien was upset, and claimed he did nothing wrong and did not deserve to be thrown under the bus. DuHaime also reported that Stepien acknowledged a relationship with Kelly, but said that it was over. DuHaime further reported that Stepien was angry that he could not tell the Governor his side of the story in person. DuHaime explained that Stepien felt wronged because nothing in the released emails or other evidence suggested his involvement in the lane realignment decision.

The next day, the Governor went to Trenton in the morning. He then held the press conference, while exhausted, answering all questions. Only after coming back did he realize that the press conference lasted nearly two hours.
On January 17, 2014, and February 24, 2014, Deborah Gramiccioni was interviewed by Alexander H. Southwell, Debra Wong Yang and/or Sarah Vacchiano of Gibson Dunn. On January 17, 2014, Gramiccioni was not represented by counsel. On February 24, 2014, Gramiccioni was represented by Judy Germano of GermanoLawLLC. All information contained herein was provided by Gramiccioni or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Gramiccioni has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Gramiccioni refrain from discussing the investigation and interview with others. Gramiccioni stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Gramiccioni attended the University of Pennsylvania and the University of Virginia School of Law. She clerked for the Honorable Alfred J. Lechner (District of New Jersey) before working as an associate at Skadden, Arps, Slate, Meagher & Flom LLP. From 1999-2005, Gramiccioni served as an Assistant United States Attorney with the U.S. Attorney’s Office in New Jersey. She left the U.S. Attorney’s Office to be Assistant Chief of the Fraud Section in the Criminal Division of the Department of Justice from 2005-2007, then served as Special Assistant to the former Attorney General of New Jersey Anne Milgram from 2007-2008. Directly before joining the Governor’s Office, Gramiccioni served as the Director of the Division of Criminal Justice in the New Jersey Attorney General’s Office from 2008-2010.]
In 2010, Gramiccioni joined the Governor’s Office as Director of the Authorities Unit. In 2011, she was promoted to Deputy Chief of Staff for Policy and Cabinet Liaison. Gramiccioni served as Deputy Chief of Staff for two years until she was appointed by Governor Christie to replace Bill Baroni as Deputy Executive Director at the Port Authority.

A. Role and Responsibilities

When Gramiccioni was Director of the Authorities Unit, Gramiccioni technically reported to Jeff Chiesa, former Chief Counsel to Governor Christie.

During her time in the Authorities Unit, Gramiccioni interacted with the Governor on a fairly frequent basis, which she described as sometimes weekly, though there may have been weeks where she did not interact with the Governor at all. Gramiccioni said that her discussions with the Governor often took place in person in the Governor’s office.

Gramiccioni described her relationship with Michael Drewniak as very professional, with few, if any, interactions with Drewniak in the office.

B. Interactions with the Port Authority of New York & New Jersey

When Gramiccioni joined the Authorities Unit, she initially interacted infrequently with former Port Authority Chairman Anthony Coscia and when Coscia left the Port Authority in February 2011, Gramiccioni interacted with Chairman David Samson. Gramiccioni did not know Samson before his appointment as Port Authority Chairman. Gramiccioni had minimal interactions with both Chairman Coscia and Chairman Samson.

Within the Port Authority, Gramiccioni interacted more frequently with Deputy Executive Director Bill Baroni, who she knew since law school. Both Gramiccioni and Baroni attended the University of Virginia Law School (Gramiccioni graduated a year before Baroni). Gramiccioni and Baroni have maintained a friendly relationship since law school, which includes going to dinner every couple of months. When Gramiccioni was promoted to Deputy Chief of Staff in the Governor’s Office, she continued to have a social relationship with Baroni, though they no longer had a professional relationship.

Gramiccioni did not recall specific conversations with David Wildstein, but said that she would talk to Wildstein when she saw him. Gramiccioni characterized those conversations as infrequent and sporadic. Gramiccioni said that members of her staff communicated with Wildstein.
C. **Interactions with the Office of Legislative and Intergovernmental Affairs ("IGA")**

Gramiccioni only interacted with IGA in the course of normal business, including during senior staff meetings. She did not generally interact with anyone in IGA aside from IGA senior staff.

Gramiccioni described her relationship with Bridget Kelly as a professional, working relationship. Within the Governor’s Office, Gramiccioni and Kelly interacted professionally “as needed.” Gramiccioni and Kelly did not have a social relationship. Gramiccioni was aware of the fact that Kelly had a close relationship with Stepien, because Kelly was very open about the fact that she and Stepien were close.

When asked about lists kept by IGA staff, Gramiccioni said that she had no awareness of the IGA group keeping good/bad lists of mayors and towns, and indicated that if that in fact occurred, she would find it offensive.

D. **Interactions with the Governor’s Campaign**

Gramiccioni attended Governor Christie’s election night events, but did not volunteer during the campaign.

II. **Chronology of the George Washington Bridge Events**

A. **Spring 2013**

Gramiccioni said she did not have any knowledge of any effort by the Governor’s campaign efforts to obtain the endorsement of the Fort Lee mayor. Furthermore, she had no specific knowledge of any efforts to obtain endorsements generally.

B. **August 2013**

Gramiccioni did not have any knowledge of emails, discussions, or conversations between Kelly and Wildstein in or about August 2013.

C. **September 9-13, 2013 – George Washington Bridge Lane Realignment**

Gramiccioni was not aware of any traffic problems in Fort Lee during the timeframe of September 9 to 13, 2013. She did not recall reading anything about the Fort Lee traffic issue in the local papers, and said no one spoke to her or complained to her about the Fort Lee traffic issues.
Gramiccioni was not aware at that time of Patrick Foye’s email announcing reversal of the lane realignment. She did not receive the email and did not remember anyone discussing the email with her.

D. September 17, 2013 and October 1, 2013 Wall Street Journal Articles

Gramiccioni did not recall whether she read the September 17, 2013 Wall Street Journal article about the traffic issues in Fort Lee. She remembered reading or hearing about the traffic issues in the press, but could not recall if she read the first article on September 17.

Gramiccioni remembered hearing about the October 1, 2013 Wall Street Journal article before she actually read it. She speculated she may have heard about the article from other press outlets. She thought she could have heard it on the radio on her way to work, but she did not specifically remember how she heard of the article before she read it. She recalled that the October 1 article also published a copy of Foye’s September 13 email.

Gramiccioni specifically recalled walking into former Chief Counsel Charlie McKenna’s office after hearing about the October 1 article. Gramiccioni remembered thinking that the story made no sense and saying something to McKenna along the lines of, “I know we did not do this,” (referring to a realignment of the traffic lanes) and there was no way the Port Authority would have realigned the lanes without informing people of the realignment. Gramiccioni recalled McKenna shaking his head in agreement. She did not recall having any discussions with anyone else in the Governor’s Office about the Fort Lee traffic issue at that time.

At the time, Gramiccioni did not know she would be transitioning to the Port Authority. She commented that she had no idea during that time that she would be asked to take over Baroni’s position at the Port Authority.

E. November 2013

1. Gramiccioni’s Conversation with O’Dowd

Kevin O’Dowd approached Gramiccioni a few days before Election Day to ask Gramiccioni whether she would consider being Baroni’s replacement as Deputy Executive Director for the Port Authority. Gramiccioni knew generally that Baroni was likely to be replaced and that her name had been floated, but said that she had never lobbied for the position. Gramiccioni recalled telling O’Dowd she needed to think about it and to discuss the opportunity with her family.
2. **Gramiccioni’s Conversation with the Governor**

The Governor called Gramiccioni on the evening of Wednesday, November 6, 2013. Gramiccioni specifically recalled this date because it was the night following election night, and she was leaving for vacation the next morning. The Governor called Gramiccioni to make sure he reached her before she left for vacation and asked her to be Baroni’s replacement at the Port Authority. The Governor asked her to use her good judgment at the Port Authority. Gramiccioni recalled responding that she would assume the role if the Governor wanted her to. She specifically recalled saying, “if you need me to do it, I’ll do it.”

Prior to the Governor’s call to Gramiccioni on November 6, Gramiccioni had a follow up discussion with O’Dowd wherein she communicated her willingness to assume the role.

3. **Gramiccioni’s Conversation with Nicole Crifo**

Upon being offered the position, Gramiccioni asked Nicole Crifo to come with Gramiccioni to the Port Authority as Gramiccioni’s chief of staff. Gramiccioni based her decision on Crifo’s experience scrutinizing the Port Authority’s board actions over three years, as she considered Crifo to have institutional knowledge of the Port Authority. Gramiccioni had originally recruited Crifo to the Governor’s Office from private practice in 2011, after the Governor told Gramiccioni to build her team as she saw fit, and Crifo was highly recommended as diligent and hard-working.

4. **Gramiccioni’s Conversation with Baroni**

When Gramiccioni returned from vacation, she spoke to Baroni by phone to personally convey that the Governor had asked her to be Baroni’s replacement. She felt this was something she needed to do personally because of Gramiccioni and Baroni’s long-term friendship.

**F. November 25, 2013 – Baroni’s Testimony**

Gramiccioni recalled reading about New Jersey Senator Loretta Weinberg attending Port Authority meetings and raising concerns about the lane realignment, but Gramiccioni did not attend those meetings and was not involved in the lane realignment issue.

Gramiccioni had no involvement in helping Baroni prepare his testimony, and at no point did Gramiccioni and Baroni discuss the substance of Baroni’s testimony.
Gramiccioni said she would not have discussed Baroni’s testimony with Wildstein because she had not spoken with Wildstein “in years.” Gramiccioni did not recall discussing Baroni’s testimony with anyone following the hearing.

**G. December 2, 2013 – Press Conference**

Gramiccioni did not recall the press asking questions about the George Washington Bridge lane realignment during the December 2, 2013 press conference. She was not involved with preparing the Governor to answer anticipated questions about that topic.

**H. December 6, 2013 – Wildstein’s Resignation**

Gramiccioni was not involved in any decisions relating to Wildstein’s resignation. She did not recall discussing Wildstein with anyone in the Governor’s Office after Wildstein resigned.

**I. December 9, 2013 – Wisniewski Committee Hearing**

Gramiccioni was aware that Foye would be testifying on December 9, 2013, but she recalled attending meetings that morning and therefore being unable to stream the majority of the testimony live. She did, however, stream “snippets” of the December 9 testimony. Gramiccioni did not recall speaking to anyone at the Governor’s Office about the December 9 testimony or what the testimony meant. She did not recall discussing the testimony with anyone.

**J. Gramiccioni’s Conversation with Baroni**

Before the Governor’s announcement of Baroni’s resignation on December 13, 2013, Gramiccioni and Baroni had multiple conversations about their respective transitions.

Approximately one to two days before the December 13, 2013 press conference, Baroni raised the Fort Lee traffic issue with Gramiccioni as an issue Gramiccioni would inherit upon her arrival at the Port Authority. During this telephone conversation, Baroni told Gramiccioni that in her new role, she would have to deal with Kelly and Baroni thought Kelly might be on emails showing knowledge of the Fort Lee traffic issue at the time of the traffic study. Gramiccioni understood the “knowledge” that Baroni was referring to was of a traffic study, not political retribution, as the motivation for the lane realignment. Gramiccioni told Baroni that he should share this information with O’Dowd and McKenna. Baroni then said that he had not seen the emails nor did he personally have any emails.

After Gramiccioni spoke with Baroni, she went out to lunch with Melissa Orsen (Chief of Staff to the Lieutenant Governor) and Amy Cradic (Senior Policy Advisor).
Gramiccioni recounted what Baroni had told her to Cradic and Orsen, who agreed with Gramiccioni that she needed to talk to O’Dowd about what Baroni said. Shortly after Gramiccioni returned to the State House from lunch, she went to O’Dowd’s office to speak with O’Dowd about Baroni’s information. Gramiccioni could not recall if she connected with O’Dowd at that point; she thought that she spoke with him later that day, but could not remember if it was in person or over the phone. When they did speak, Gramiccioni shared with O’Dowd what Baroni had told her—specifically that Kelly may have had emails showing knowledge of the traffic study, but Baroni had not seen the emails personally. She then told O’Dowd that she told Baroni to call him.

Gramiccioni separately relayed Baroni’s information to McKenna. McKenna responded that he had also heard that there may have been emails.

In relaying to O’Dowd and McKenna that Baroni had mentioned emails, Gramiccioni understood that the emails pertained to knowledge of the traffic study itself, not an ulterior motive of political retribution. Gramiccioni said at that time, she had no reason to believe that political retribution would have been a motive for the traffic study.

At some point soon thereafter, Gramiccioni also relayed Baroni’s information to Maria Comella.

K. December 12, 2013 – Gramiccioni’s Conversation with the Governor

Earlier in the day on December 12, 2013, the Governor indicated to staff that he might announce Gramiccioni as Baroni’s replacement in the next day or so. That evening, likely around 6:00 p.m. on December 12, Gramiccioni went to see the Governor to relay the substance of her conversation with Baroni. This was Gramiccioni’s first opportunity to see the Governor one-on-one since her conversation with Baroni about the possible existence of emails. Gramiccioni told the Governor that there was a “hum” that Kelly was on emails about the lane realignment during the relevant timeframe. Gramiccioni recalled the Governor appeared visibly upset upon hearing this. She told the Governor that the source of her information was Baroni.

After she met with the Governor and during her drive home, Gramiccioni phoned O’Dowd to fill him in on her meeting with the Governor about Baroni. During the phone conversation, O’Dowd mentioned that Baroni had denied any involvement in the lane realignment and denied any knowledge of the existence of emails relevant to the Fort Lee traffic study, and Baroni personally knowing about any emails. Gramiccioni did not recall whether or not O’Dowd mentioned speaking with Kelly at that point.
L. December 13, 2013

The Governor called Gramiccioni at or around 5:00 or 6:00 a.m. on the morning of December 13 to inform her that he planned to announce her as Baroni’s replacement during the press conference later that day.

1. Senior Staff Meeting

Gramiccioni attended the senior staff meeting the Governor convened the morning of the press conference on December 13, 2013. She recalled sitting one or two spots from the Governor’s right. Gramiccioni recalled that all of senior staff was in attendance, in addition to Drewniak.

Gramiccioni recalled the Governor appeared as angry as she had ever seen him. The Governor began the meeting communicating his dissatisfaction with having to begin his second term dealing with the Fort Lee traffic issue. The Governor mentioned the handling of a party leadership dispute and other examples of things he was unhappy having to deal with.

Gramiccioni recalled that the Governor then pointed to everyone and said that if anyone had any information about the bridge that they had not shared, they needed to come forward with that information right away. She remembered everyone was silent. Gramiccioni did not recall anyone saying anything after the Governor issued the directive to come forth with information, but it was crystal clear that if anyone had information relevant to the George Washington Bridge, they were to come forward immediately, before the Governor went out and announced Baroni’s resignation and Gramiccioni’s appointment.

2. Post-Senior Staff Meeting / Pre-Press Conference

Following the senior staff meeting, Gramiccioni returned to her office to prepare for the press conference. She reviewed the press release and documents regarding her tenure in the Authorities Unit.

In the hour or so between the senior staff meeting and the press conference, Gramiccioni saw Kelly sitting at her desk and O’Dowd standing by Kelly’s desk, looking at her computer over her shoulder. Gramiccioni thought that Stepien was also in Kelly’s office with Kelly and O’Dowd.

Shortly before the press conference began, Gramiccioni and Comella gathered in the Governor’s inner office to prepare for the press conference. O’Dowd came in and Gramiccioni overheard him tell the Governor that he had done what the Governor asked and followed up with senior staff about their knowledge of the lane realignment. O’Dowd added
that he had specifically questioned Kelly about whether she had any emails, and she had said she did not.

3. Post-Press Conference

Following the press conference, Gramiccioni planned to leave the office to accompany a friend to a doctor’s appointment in New York City. While walking from her secretary’s desk back to her office, Gramiccioni noticed Kelly sitting in her office. Kelly looked like she had been crying, although she was not crying at the time. Gramiccioni then went into Kelly’s office, sat down, and asked Kelly what was wrong. Kelly told Gramiccioni that she had been going through her emails “all morning” for O’Dowd, could not find any discussing the lane realignment, and did not remember whether she had any emails that were relevant to the George Washington Bridge lane realignment. Gramiccioni said that Kelly was “steadfast in her denials” that she had any involvement in or emails about the lane realignment. Gramiccioni then recalled asking Kelly how she could not remember if she had such emails. Kelly responded that her practice was to delete most of her emails to prevent her kids from reading emails between Kelly and her ex-husband. Gramiccioni recalled thinking that this was an odd answer. Gramiccioni then asked Kelly if she had ever heard of the “prisoner’s dilemma,” and advised Kelly that if she had something she needed to share, it was always better to be the first person to come forward. Kelly appeared upset and just stared at Gramiccioni blankly in response.

Gramiccioni then told Kelly to go talk to O’Dowd again. Gramiccioni sensed that Kelly got the message. After Gramiccioni left Kelly’s office, she went to O’Dowd’s office and told him that she had told Kelly to go talk to O’Dowd again. Gramiccioni relayed to O’Dowd that Kelly looked really upset but had also denied having any emails showing knowledge of the traffic problems when Gramiccioni talked to her. Gramiccioni also told O’Dowd that Kelly said she deleted most of her emails because of a bad relationship with her ex-husband. Gramiccioni left the office after she spoke with O’Dowd.

Following the Governor’s announcement of Gramiccioni as Baroni’s replacement as Deputy Executive Director of the Port Authority, Gramiccioni focused on her transition. She reached out to Baroni to discuss the status of the Port Authority operating budget, capital plan, and issues related to labor negotiations, but recalled that she intentionally did not discuss the substance of the Fort Lee issue at all. At that point, Gramiccioni was singularly focused on the transition.

Gramiccioni’s official first day at the Port Authority was December 30, 2013, though she was physically onsite at the Port Authority before December 30 to get up to speed, meet new people, and attend meetings with Foye and her new staff in the Deputy Executive Director’s office.
M. January 8, 2014

On the morning of January 8, 2014, Gramiccioni read the article about Kelly’s email to Wildstein about traffic problems. Gramiccioni said she was floored when she read the article.

At some point later in the day on January 8, Gramiccioni left a message for O’Dowd because the Port Authority was getting inquiries about the Kelly email.

Gramiccioni also recalled telling Comella that the Port Authority would not be putting out a statement.

N. January 9, 2014 – Press Conference

Gramiccioni learned about Kelly’s termination from the Governor’s Office from the January 9, 2014 press conference.

Gramiccioni said that she has not had any other interactions with the Governor’s Office regarding the lane realignment since the limited contact noted on January 8, 2014.

III. Superstorm Sandy Aid Allegations

Gramiccioni did not recall being involved in any discussions regarding the Rockefeller Development Group project in Hoboken, and never discussed that project with Hoboken Mayor Dawn Zimmer. Gramiccioni recalled an unrelated discussion with Mayor Zimmer before Hurricane Sandy about the LCOR development project to facilitate discussions between LCOR, NJ Transit and Hoboken.

When asked about a calendared May 6, 2013 phone conversation with Bob Martin (Commissioner of the NJ Department of Environmental Protection), Gramiccioni believed she spoke with Martin to update him on a pre-Hurricane Sandy meeting Gramiccioni had had regarding LCOR and Mayor Zimmer regarding NJ Transit.

Gramiccioni said that she had no reason to believe politics ever played any role in the distribution of Hurricane Sandy aid. Gramiccioni had no involvement in the distribution of relief funds.

IV. Document Retention Notice

Gramiccioni said that she was at the Governor’s Office for a resiliency project meeting on January 10, 2014, and recalled being told at that time that a document retention notice had been placed in effect. Gramiccioni added that she did not take any documents
when she left the Governor's Office. Regarding personal email use, she said she did not use personal email for Office of the Governor of New Jersey work.
On January 22 and 27, 2014, New Jersey Lieutenant Governor Kimberly Guadagno was interviewed by Randy M. Mastro, Debra Wong Yang, Alexander H. Southwell, Reed Brodsky, and/or Sarah L. Kushner of Gibson Dunn. The Lieutenant Governor was not represented by counsel during the interview. All information contained herein was provided by the Lieutenant Governor or as indicated. The Lieutenant Governor has not read or reviewed this memorandum, and has not adopted or approved its contents. Southwell began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol and requesting that the Lieutenant Governor refrain from discussing the investigation and interview with others. The Lieutenant Governor stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore covered by the attorney work product doctrine.

I. Background

A. Role and Responsibilities

Guadagno explained that her job as Lieutenant Governor is focused primarily on promoting business and economic development. She and her staff have a weekly meeting to discuss economic development projects around the State. Guadagno is also the Secretary of State of New Jersey. The Lieutenant Governor’s office consists of approximately six staff members.
B. Contacts with Local Authorities

The Lieutenant Governor explained that she is not involved with the “politics” of the Office. If a local official wanted a meeting with, or tried calling, the Lieutenant Governor, she would alert the Deputy Chief of Staff of the Legislative and Intergovernmental Affairs (“IGA”) unit and have IGA handle the request, including scheduling a meeting on the Lieutenant Governor’s behalf.

II. Superstorm Sandy Aid Allegations

A. Background – Involvement in Sandy Issues

In or around April 2013, the Lieutenant Governor began periodically attending the weekly Sandy-related meetings that the Governor’s senior staff held. The Lieutenant Governor’s Chief of Staff, Melissa Orsen, attended these Sandy meetings more often than the Lieutenant Governor did. The Lieutenant Governor did not recall ever saying anything substantive at these meetings.

B. Background – Relationship with Mayor Zimmer

Until Mayor Zimmer’s recent allegations against the Governor’s Office, the Lieutenant Governor considered herself to have a friendly relationship with Mayor Zimmer and knew her family. There is even a picture of the Lieutenant Governor and Mayor Zimmer in the Lieutenant Governor’s office. Other than with respect to Jersey Shore counties that suffered the most from Sandy, the Lieutenant Governor has visited Hoboken more than any other municipality in the State in her official capacity, including more than Newark and Jersey City. As an example of her visits to Hoboken, the Lieutenant Governor noted one such visit during summertime, when she visited Hoboken and spent several hours with Mayor Zimmer walking around the city.

The Lieutenant Governor explained that Mayor Zimmer was someone who only ever wanted to discuss Hoboken, wanted everything for Hoboken, did not know how to compromise, and complained about everything. Mayor Zimmer could not understand that the Governor had to look out for the entire State of New Jersey, not just Hoboken. As an example, the Lieutenant Governor recalled that, as a result of Sandy, 1,000 out of New Jersey’s 3,100 polling locations had been damaged, were not functioning, and needed to be repaired. Around that time, Mayor Zimmer kept calling, demanding to know when “her” polling places would be fully repaired and accessible again, and it had to be repeatedly explained to Mayor Zimmer that “her” polling places would be repaired at the same time as everyone else’s in New Jersey. The Lieutenant Governor explained that she did not begrudge Mayor Zimmer for advocating for Hoboken because that was Mayor Zimmer’s job as mayor, just that Zimmer refused to accept that she could not get everything that she wanted, Sandy-related or otherwise.
C. Background – Private Development Efforts in Hoboken & the Rockefeller Group

The Lieutenant Governor explained that when she joined the Christie Administration, New Jersey had a reputation for being hard on business, which the Lieutenant Governor wanted to address. The Lieutenant Governor stated that Hoboken and Jersey City had great incentives to offer to developers and other businesses, which the Lieutenant Governor regularly tried to convey to potential developers.

The Lieutenant Governor explained that the Christie Administration has worked with Mayor Zimmer over the past four years to help develop property in Hoboken, and that Mayor Zimmer was generally cautious about potential development projects for Hoboken. The Lieutenant Governor recalled that, approximately two years ago, she had lunch with Mayor Zimmer and explained to her that Hoboken is an urban transit hub that can offer a lot of incentives to attract developers to the city. The Lieutenant Governor pointed out to Mayor Zimmer that there were a lot of aspects about Hoboken and huge swaths of undeveloped land there that were attractive to developers in general. For whatever reason, however, Mayor Zimmer seemed generally resistant to developing Hoboken. Around this time, the Lieutenant Governor thought that Mayor Zimmer might be in over her head regarding economic development since she was a relatively new mayor. As a result, the Lieutenant Governor offered to help Mayor Zimmer find an economic development staff member who could help her navigate the issues. The Lieutenant Governor explained that she did not push any specific development projects onto Mayor Zimmer; rather, the Lieutenant Governor found it difficult to discuss economic development in general with Mayor Zimmer, which was why the Lieutenant Governor offered to help the Mayor find someone knowledgeable on the issues.

The Lieutenant Governor said that Mayor Zimmer may have been hesitant about development projects in general because her predecessor was arrested for taking a bribe from a would-be developer. The Lieutenant Governor sought to allay Mayor Zimmer’s development concerns by pointing out that any potential development project had to go through a formal process and withstand scrutiny.

The Lieutenant Governor said that she thinks there were proposed Rockefeller Group projects in Hoboken that pre-dated Wolff & Samson’s involvement with that developer. The Lieutenant Governor said that she did not know the details of the Rockefeller Group project referred to in Mayor Zimmer’s allegations, but knew that it concerned empty land in Hoboken that could be developed. The Lieutenant Governor stated that she generally knew what the Rockefeller Group was, but she often forgot its name and mistakenly referred to it as “Black Rock.” The Lieutenant Governor did not recall using the term, “Rockefeller Group,” in conversation.
D. May 13, 2013 – The ShopRite Event

The Lieutenant Governor explained that, in the wake of Sandy, one of the Lieutenant Governor’s main responsibilities was to travel around the State to promote business and tout businesses that had recently reopened. As such, the Office tasked the Lieutenant Governor with traveling around to areas that were particularly hard hit by Sandy, including the shore towns and Hoboken, to attend “open for business” events. The Lieutenant Governor explained that the structure of each of these events was the same: she would walk through the relevant store, discuss the damage caused by Sandy, highlight that the store was again open for business, and then let the municipality’s mayor discuss what rebuilding efforts had occurred thus far and how much more needed to be done.

On Monday, May 13, 2013, the Lieutenant Governor attended an “open for business” event that afternoon at a ShopRite in Hoboken. After the event, the Lieutenant Governor had a brief meeting with Mayor Zimmer. The Lieutenant Governor explained that there were emails between her staff (the Lieutenant Governor’s body person, Luciana DiMaggio, and the Lieutenant Governor’s Chief of Staff, Melissa Orsen) on May 13 before the ShopRite event, reflecting that Mayor Zimmer, not the Lieutenant Governor, requested a meeting after the ShopRite event. The Lieutenant Governor stated that she had not heard about this potential meeting with Mayor Zimmer until the Lieutenant Governor’s staff relayed Zimmer’s request around the time of these emails.

The Lieutenant Governor explained that ever since Sandy, Mayor Zimmer had become obsessed with securing for Hoboken certain valves or pumps to address flooding issues, and that Zimmer would talk constantly about these valves. Thus, the Lieutenant Governor surmised that Zimmer’s request for a private meeting after the May 13 ShopRite event likely concerned that issue. The Lieutenant Governor said that she agreed to Mayor Zimmer’s request to meet afterward.

The Lieutenant Governor stated that, after the ShopRite event, she met with Mayor Zimmer (as Mayor Zimmer requested) outside in the parking lot. The meeting occurred in the parking lot because the Lieutenant Governor had to leave for another meeting immediately thereafter.

The Lieutenant Governor’s attention was directed to Mayor Zimmer’s handwritten notebook entry about this meeting, and the Lieutenant Governor was asked to explain whether she made the statements attributed to her there. The Lieutenant Governor denied Zimmer’s account. The Lieutenant Governor addressed the statement that, “at the end of a big tour of ShopRite & meetg. She’s [the Lieutenant Governor] pull[ed] [Zimmer] aside w/no one else around and sa[id] that [Zimmer] need[ed] to move forward w/the Rockefeller project. It is very important to the Gov.” The Lieutenant Governor explained that it was Mayor Zimmer who requested the meeting, not her, that she had seen the Governor on the Friday night prior to the
event at a senior staff retreat, that they did not discuss the Rockefeller Group project at the
retreat, and, in any event, the Lieutenant Governor would not have invoked the Governor’s name
like that. The Lieutenant Governor did not recall telling Mayor Zimmer that she had been with
the Governor the Friday before the ShopRite event, but she surmised that she must have
mentioned it in passing to Mayor Zimmer during the event.

As for the statements in Mayor Zimmer’s handwritten notebook that the Lieutenant
Governor told Mayor Zimmer, “[t]he word is that you are against it [and] you need to move
forward or we are not going to be able to help you,” and “I know it’s not right – these things
should not be connected – but they r’ she says—if you tell anyone I said that I will deny it,” the
Lieutenant Governor denied that she said that. The Lieutenant Governor said that, during the
meeting, Mayor Zimmer launched into a discussion about wanting more Sandy aid for Hoboken
and claimed she was not getting the valves that she wanted for Hoboken because of stalled
development in Hoboken. The Lieutenant Governor did not recall Mayor Zimmer specifically
referring to the Rockefeller Group development project by name. The Lieutenant Governor said
that Mayor Zimmer was the one who connected Sandy aid and stalled development projects
during their meeting, complaining that she was not getting the Sandy aid—namely, valves—that
she requested and speculating why. In response, the Lieutenant Governor explained to Mayor
Zimmer that development and Sandy aid were not related, and that if Mayor Zimmer claimed
that the Lieutenant Governor was connecting the two, Mayor Zimmer would be wrong, and the
Lieutenant Governor would have to say so. The Lieutenant Governor emphasized to Mayor
Zimmer that she (the Lieutenant Governor) had nothing to do with the distribution of Sandy aid,
that Hoboken would receive Sandy aid when it was entitled to that aid, and that Mayor Zimmer
should talk to Marc Ferzan—the Executive Director of the Governor’s Office of Recovery and
Rebuilding—about Sandy-related issues. The Lieutenant Governor also reminded Mayor
Zimmer that the Governor’s Office had to address the post-Sandy needs of the entire State, not
just Hoboken.

The Lieutenant Governor said that the status of development projects in Hoboken may
have come up during that conversation since that is part of the Lieutenant Governor’s job, but
not because of any connection to Sandy aid. From the Lieutenant Governor’s perspective, it was
the City Planning Commission that would decide whether or not a project was approved, not the
Mayor.

The Lieutenant Governor flatly denied that she ever made any such connection or ever
said words to the effect of, “[I know it’s not right – these things should not be connected – but
they r’ she says—if you tell anyone I said that I will deny it.” The Lieutenant Governor noted
that she is a former federal prosecutor who prosecuted public corruption cases. The Lieutenant
Governor said she would not and did not say what Mayor Zimmer wrote in quotation marks in
her notebook.
The Lieutenant Governor said that there were briefing materials prepared for her in connection with the ShopRite event, including information about Mayor Zimmer. The Lieutenant Governor said that she recently reviewed these materials and noticed that it referenced a meeting between Mayor Zimmer and Ferzan shortly before the date of the ShopRite event. The Lieutenant Governor stated that she did not speak with Ferzan about that meeting before the ShopRite event because the purpose of the event was completely unrelated to any meeting that Mayor Zimmer and Ferzan would have had about Sandy aid. The Lieutenant Governor said that her role at the ShopRite event was to promote the re-opening of a business in the wake of Sandy.

On January 27, 2014, the Lieutenant Governor’s interview was briefly resumed to ask her if she recalled saying anything after the meeting when she got in the car to drive to her next scheduled event. (She had not been asked about that subject when she was originally interviewed on January 22, 2014). The Lieutenant Governor did not recall any specific words that she used in the car, but did recall that she was frustrated by Mayor Zimmer’s single-minded focus on Hoboken, as Mayor Zimmer failed to recognize the needs of the State as a whole, especially with respect to many shore communities, where entire homes had been completely washed away. The Lieutenant Governor said that she may have said something about that in the car and how she had to be firm with Mayor Zimmer and remind her that she was one of many mayors whose towns needed post-Sandy relief.

E. May 16, 2013 – Town Hall Meeting with New Jersey Department of Community Affairs Commissioner Richard Constable

The Lieutenant Governor’s attention was directed to Mayor Zimmer’s handwritten notebook entry about DCA Commissioner Richard Constable’s alleged role in withholding Sandy aid from Hoboken: “Then I go speak on a panel afterward again on tv w/Comm. Constable (Richard) of the DCA. On The night) (Sam Hagar on Monday) We are mic’d up w/other panelists all around us – [and] probably the sound team listening + he says – I hear you are against the R project. I reply – I am not against the Rockefeller p – in fact I think want more commercial dev. in Hob – oh really – everyone in the State house believes u r against it – the buzz is that u r against it – ‘If you move that forward the $ would start flowing to u’ he tells me.” The Lieutenant Governor noted that Constable was not present at the senior staff retreat on Friday night (May 10, 2013). The Lieutenant Governor did not recall ever personally emailing or texting Constable. Shortly after Mayor Zimmer’s January 18, 2014 appearance on MSNBC, the Lieutenant Governor said that she and Constable had a brief phone conversation about it. During the call, Constable expressed his shock to the Lieutenant Governor about Mayor Zimmer’s false accusations and told the Lieutenant Governor that she should respond to incoming press inquiries about the matter, to which the Lieutenant Governor responded that, in general, she did not answer calls from reporters.
F. August 2013

The Lieutenant Governor said that Mayor Zimmer continued to work closely with the Christie Administration after May 2013. For example, the Lieutenant Governor said, in August 2013, she visited Hoboken, where she spent hours with Mayor Zimmer. The Lieutenant Governor elaborated that this was in connection with the annual agribusiness tour that she led as Secretary of State.

III. Document Retention Notices

The Lieutenant Governor received the document retention notices and is in compliance with them.
In March 2014, Steven Gutkin was interviewed by Avi Weitzman and Rachel Brook of Gibson Dunn. Gutkin was not represented by counsel. All information contained herein was provided by Gutkin or as indicated. Gutkin has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Gutkin refrain from discussing the investigation and interview with others. Gutkin stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Gutkin is the Chief of the Critical Infrastructure Protection Bureau of the Office of Homeland Security and Preparedness (“OHSP”) of New Jersey, and he has been working in this position for 1.5 years. Before becoming Chief of the Critical Infrastructure Protection Bureau, Gutkin was the Deputy Chief of Planning of the OHSP and then the Chief of Planning. Gutkin also acts as the Assistant Deputy Director. Prior to working for the State, Gutkin worked at the Federal Emergency Management Agency (“FEMA”) funding grant programs on the Regional Catastrophic Planning Team, which covered New York, New Jersey, Connecticut, and Pennsylvania. Prior to working for FEMA, Gutkin was the Deputy Chief of Police in Fairfield, New Jersey.
II. Superstorm Sandy Aid

A. Hazard Mitigation Grant Program, Energy Allocation Initiative: The Cross-Agency Committee

The Hazard Mitigation Grant Program ("HMGP") Energy Allocation Initiative is administered by a cross-agency committee that consists of representatives from the New Jersey Office of Homeland Security and Preparedness ("OHSP"), the Department of Environmental Protection ("DEP"), the New Jersey Board of Public Utilities ("BPU"), and the New Jersey Office of Emergency Management ("OEM"). The following agency representatives are members of the committee: Gutkin, Erin Smith (now Erin Henry) and Allison Schneider (now Allison Tarnopol), both from OHSP; Betty Boros and Steve Jenks, both from DEP; Michael Winka, Mike Thulen, and Michelle Rossi, all from BPU; and Michael Gallagher, the State Hazard Mitigation Officer Bradley Waugh, and Mark Pellegrino, all State Troopers from OEM. Gutkin acted as the de facto chair of the committee.

The cross-agency committee began meeting to discuss the Energy Allocation Initiative roughly in July 2013. There were a host of meetings at the state house to discuss the potential metrics to use in evaluating energy projects. In late August 2013, the committee met to assess and score the energy projects using the decided-upon metrics. This process was ongoing for approximately three full days, and the committee members were the same for the scoring as they were for the metrics meetings in July 2013. Gutkin was not particularly involved in evaluations and scoring, but he managed the process between the State House and the cross-agency committee.

Gutkin said that the Department of Community Affairs ("DCA") Commissioner Richard Constable, and the Executive Director of the Governor’s Office of Rebuilding and Recovery ("GORR") did not have any role in the decision-making process for the Energy Allocation Initiative, and no one passed messages regarding awards to be granted from the DCA or GORR.

B. Rescoring for Energy Allocation Initiative Allocations

In the beginning of February 2014, GORR asked the cross-agency committee to re-examine the Energy Allocation Initiative process and scores for all applicants. Gutkin was asked to reconvene the four agencies represented on the committee and to make sure no projects were missed in the scoring process. The review process was ongoing from the time the allocation recipients were initially informed of their awards in the Fall of 2013, but Gutkin believed GORR was specifically asking for this more fulsome review in response to media coverage about potential errors in the program.
C. Errors in Energy Allocation Initiative Scoring and Allocations

In October 2013, Gutkin’s staff noticed approximately 25 errors (out of approximately 779 project allocations) that resulted from an Excel formula issue for the FEMA public assistance data that occurred sporadically throughout the master scoring sheet. Gutkin, Henry, and Tarnopol discovered the formula issue, and Gutkin reported the error to Bradley Mason, the Assistant Deputy Director of the OHSP. Gutkin believes that Eric Daleo of GORR was also informed of these errors. Gutkin did not know how the errors were handled after he reported them.

However, Gutkin’s staff did not realize the extent of the errors that had been made prior to the media coverage. Once discovered, in or about February 2014, when the cross-agency committee began reviewing all of the projects and letters of intent (“LOIs”) submitted by applications for funding, the OHSP became concerned that the process had not fully captured all of the energy projects listed in the LOIs. OEM had a contractor, Witt O’Brien, glean energy projects from the original LOIs and input them into a computer program called MB3, developed post-Sandy for organizing information related to the storm. The cross-agency committee asked OEM to go back and examine the original LOIs to see if any projects were missed, and they discovered that because of data entry errors, approximately 550 projects were not entered appropriately into the MB3 system, and so they were not considered and scored by the cross-agency committee or awarded allocations. Including these 550 projects in the scoring process increases the number of energy projects to be evaluated to approximately 1,300.

Specifically, Hoboken submitted a letter of intent that requested approximately 11 or 13 energy projects, but only three of them were scored. One of the three Hoboken projects was allocated funding, but the remaining two were not allocated funding.

No money has been provided to any program participants to date, because prior to distribution of funds, allocations must be recommended to the Federal Emergency Management Act (“FEMA”) using project worksheets and investment applications. FEMA must then provide approval in order for funds to be disbursed. The Energy Allocation Initiative had not yet reached this point in the process when these errors were discovered.

D. New Energy Allocation Initiative Scoring Procedure

After the errors described were discovered, the cross-agency committee was asked to abandon the MB3 system and pull each physical, original letter of intent and handwrite new tracking numbers on the paper applications. The committee was also required to handwrite out the scoring metrics and scores, and each member of the committee must initial next to each score, indicating approval for the score. The metrics used were the same as those used in the original evaluations and scoring of the initial approximately 779 projects in the summer of 2013.
Gutkin said that the cross-agency committee did not do a preliminary analysis on how the re-scoring will affect grantees, but he said that some allocation recipients would have their awards increased, while others’ awards would decrease. Gutkin noted that while more projects may score high enough for allocations, the dollar value per point in the scoring might decrease because there is a fixed $25 million pot for this program. Gutkin has not seen Hoboken’s new scores, but since Hoboken has 9 more projects that will be scored this time around, he believes that Hoboken’s total award amount will likely increase.

The committee just finished its handwritten assessments of the data for projects the week prior to his interview, and the next step is DEP taking the assessment data and entering it into a new database. DEP Commissioner Robert Martin is taking leadership over this process. In a recent meeting with the DEP, adjustments to the metrics used to score energy projects were considered, but Gutkin said that the representatives from OHSP suggested that the cross-agency committee continue using the same metrics used previously, since they were agreed upon by the cross-agency subject matter specialists.
On February 24, 2014, Wayne Hasenbalg was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Hasenbalg was not represented by counsel during the interview. All information contained herein was provided by Hasenbalg or as indicated. Hasenbalg has not read or reviewed this memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Hasenbalg refrain from discussing the investigation and interview with others. Hasenbalg stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion which reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. **Background**

In 1976, Hasenbalg graduated from Gettysburg College. In 1979, Hasenbalg received his Master’s Degree in Public Administration from Penn State University. In 1984, Hasenbalg received his J.D. from Seton Hall University. Following law school, Hasenbalg worked in the Counsel’s Office in the New Jersey Office of the Governor in Governor Thomas Kean’s administration and as Chief of Staff for New Jersey Attorney General W. Cary Edwards. Thereafter, Hasenbalg worked for various law firms and was treasurer for Essex County before joining the law firm DeCotiis, FitzPatrick, and Cole LLP as Partner.

Hasenbalg joined Governor Christie’s administration in 2010 as Deputy Chief of Staff for Policy and Planning. Hasenbalg stated that he had known Governor Christie for approximately fifteen years before joining his administration. Hasenbalg met Governor Christie when Governor Christie was a Morris County Freeholder. Hasenbalg worked on his
Freeholder campaigns and Hasenbalg’s law firm represented Governor Christie in legal matters. Hasenbalg did not work with Governor Christie at the U.S. Attorney’s Office and recalled that he only kept in touch with Governor Christie sporadically when he was U.S. Attorney. When Governor Christie was elected Governor in 2009, Governor Christie asked Hasenbalg to serve on his transition committee, and then as his Deputy Chief of Staff for Policy and Planning.

A. Role and Responsibilities

Hasenbalg joined the Christie Administration as Deputy Chief of Staff for Policy and Planning. As a Deputy Chief of Staff, Hasenbalg was a member of Governor Christie’s Senior Staff. Hasenbalg explained that the Office of Policy and Planning (“OPP”) was the principal link between all offices in the Office of the Governor and policy and regulatory initiatives. Hasenbalg oversaw a staff of approximately ten policy advisors, divided into different departmental areas. Each department, such as the Department of Environmental Protection (“DEP”), had a point of contact in the OPP, and their point of contact reported to Hasenbalg.

Hasenbalg stated that economic development was a priority in Governor Christie’s administration. Governor Christie’s administration was the first administration with a Lieutenant Governor, and Governor Christie made economic development one of the Lieutenant Governor’s primary responsibilities. Hasenbalg noted that within the OPP, Hasenbalg had one policy advisor who worked mainly on economic development issues. Hasenbalg stated that the OPP frequently interacted with the Lieutenant Governor and her economic development team, which included, outside of her office, Choose New Jersey, the Economic Development Authority (“EDA”), and Partnership for Action.

Hasenbalg served as Deputy Chief of Staff for Policy and Planning for two years. In December 2011, Governor Christie announced he was appointing Hasenbalg to be Executive Director and CEO of the New Jersey Sports & Exposition Authority (“NJSEA”). Hasenbalg left the Office of the Governor for NJSEA in January 2012.

While Deputy Chief of Staff for Policy and Planning, Hasenbalg stated that it was not unusual for him or his staff to deal directly with businesses and economic development projects. Hasenbalg noted that the Christie administration was especially proactive in attracting businesses and projects, and thus jobs to New Jersey, and keeping them there. As an example, Hasenbalg described the actions the Christie Administration took when Honeywell Corporation, which is headquartered in Morris County, was planning on leaving New Jersey. Hasenbalg, officials at the DEP, and members of the Lieutenant Governor’s staff immediately scheduled a meeting with Honeywell’s counsel to discuss how they could keep Honeywell in New Jersey. Ultimately, Governor Christie sat down with the CEO of Honeywell. Honeywell decided to stay in New Jersey.
II. Superstorm Sandy Aid
   A. Interactions with Hoboken Mayor Dawn Zimmer

      1. Rockefeller Group Project

         Hasenbalg recalled that he had met with Mayor Zimmer once when he was Deputy Chief of Staff for Policy and Planning. Hasenbalg recalled that sometime in or around 2010, Kay LiCausi, a friend of Hasenbalg’s, a Democrat, and President of the Hoboken Strategy Group, contacted Hasenbalg regarding the Rockefeller Group’s development in Hoboken. LiCausi told Hasenbalg that the Rockefeller Group was having trouble scheduling a meeting with Hoboken officials and asked Hasenbalg if he would meet with the Rockefeller Group. Hasenbalg recalled that this was the first time he had heard of the Rockefeller Group and its Hoboken development project. Hasenbalg stated that it was his general practice to accept all meeting invitations and that, following LiCausi’s request, he set up a meeting with the Rockefeller Group. Hasenbalg stated, in his experience, working under two administrations, it was normal practice for development groups to have representatives like LiCausi facilitate on their behalf.

         Hasenbalg recalled that he met with Leslie Smith and Clark Machemer from the Rockefeller Group, LiCausi, and Jim Leonard, then a policy advisor in the OPP. Hasenbalg recalled that the Rockefeller Group expressed frustration that they had not been able to get in touch with Hoboken officials for approximately two years. Hasenbalg recalled that Smith told Hasenbalg that this was the first time he had experienced difficulty scheduling a meeting with community and elected officials. Hasenbalg recalled that, at the time he met with the Rockefeller Group, the Rockefeller Group needed a study conducted on their Hoboken property to determine whether the property was in need of redevelopment.

         After meeting with the Rockefeller Group, Hasenbalg scheduled a meeting with Mayor Zimmer to discuss the Rockefeller Group’s project and policy and projects in Hoboken generally. Hasenbalg recalled that he met with Mayor Zimmer, Joe Maraziti, a redevelopment lawyer representing Hoboken, and a member of Mayor Zimmer’s staff at Mayor Zimmer’s office, along with Lori Grifa, then Commissioner of the Department of Community Affairs (“DCA”), and Karen Franzini, then head of the EDA. Hasenbalg recalled that Mayor Zimmer gave them a global overview of current projects in Hoboken. Mayor Zimmer discussed the Rockefeller Group’s development project in addition to other development projects. Hasenbalg recalled that they met for approximately an hour and discussed the Rockefeller Group’s project, LCOR’s project, and a few other development projects. Hasenbalg recalled that Mayor Zimmer expressed concerns about development—specifically the height of buildings and traffic congestion—and said that she didn’t want Hoboken to become another Jersey City. Hasenbalg, Grifa, and Franzini offered to assist Mayor Zimmer with any project in which she was interested. Hasenbalg recalled that Mayor Zimmer was appreciative and expressed that she would continue working with them moving
forward. Hasenbalg recalled that he left the meeting with the impression that Mayor Zimmer wouldn’t support development projects unless her issues with the project were fully addressed. Hasenbalg stated that he, Grifa, and Franzini did not pressure Mayor Zimmer to pursue development during the meeting. The meeting was merely introductory and they offered to facilitate if Mayor Zimmer wanted to proceed with any projects.

Hasenbalg did not recall having any other discussions with Mayor Zimmer regarding the Rockefeller Group’s development project. Hasenbalg recalled that the Rockefeller Group or LiCausi contacted him a couple times expressing their frustration that a study had not been conducted on the Hoboken property. Hasenbalg recalled that he was under the impression that Hoboken did not have funds available to pay for a study. Hasenbalg stated that he called Bill Baroni, Deputy Executive Director of the Port Authority, and asked if the Port Authority paid for redevelopment studies. Hasenbalg recalled that Baroni responded yes, that they paid for these studies all the time. Hasenbalg asked Baroni if he could work with Mayor Zimmer’s office and see if this is something the Port Authority did in the normal course. Hasenbalg did not recall discussing the Rockefeller Group’s development project or the redevelopment study after his initial call to Baroni. Hasenbalg did not recall having any other further involvement in the Rockefeller Group’s development project, aside from receiving a couple status update calls from LiCausi. Hasenbalg stated that while the study was necessary for the Rockefeller Group’s project to move to the next stage, there were a number of other stages in which Mayor Zimmer could stop the project from developing if she wanted to.

2. LCOR Development Project

Hasenbalg recalled that Anthony Pizzutillo called him on behalf of the development firm LCOR expressing frustration that LCOR had reached an impasse with Mayor Zimmer regarding LCOR’s development project in Hoboken’s South End. Hasenbalg recalled that he was involved with the LCOR project, but did not recall ever meeting with the firm. Instead, Hasenbalg recalled calling Jim Weinstein, Director of New Jersey Transit (“NJ Transit”), to discuss LCOR’s project because NJ Transit was involved in the development project. Hasenbalg said that since another state agency was already involved in the project, he did not want to add another to the table. Hasenbalg recalled that the LCOR project was not progressing because Mayor Zimmer was concerned with, among other things, the height of the development.

B. Other Interactions with Mayor Zimmer

Although Hasenbalg only recalled meeting with Mayor Zimmer once while at the OPP, he has also interacted with Mayor Zimmer in his position at the NJSEA. Hasenbalg described one recent interaction with Mayor Zimmer in November 2013. Hasenbalg had been invited to attend the League of Municipalities Conference in Atlantic City to participate on a panel on the Super Bowl. While on the panel, Hasenbalg highlighted what some of the
New Jersey towns, including Hoboken, were doing to celebrate the Super Bowl. Hasenbalg stated that he received a call from Mayor Zimmer a few days later, unhappy that NJSEA and the NFL had not communicated with her about an event in Hoboken and that Hoboken could not pay for such event. Hasenbalg recalled being confused, but ultimately pieced together her misunderstanding. Hasenbalg had discussed an event that Hoboken already had on the books regarding the Super Bowl, but had also mentioned while on the panel that the NFL was going to announce a special event to take place in a New Jersey town. Hasenbalg recalled that he recounted to Mayor Zimmer what he had said on the panel, and assured Mayor Zimmer that he would consult her before making an announcement about the NFL’s event. Hasenbalg said that there seemed to be a big disconnect between what Mayor Zimmer had thought Hasenbalg had said and what Hasenbalg actually said at the conference.

C. Economic Development and the Office of the Governor

Hasenbalg did not recall ever speaking with Governor Christie about the Rockefeller Group’s or LCOR’s development projects. Hasenbalg stated that the Governor only got involved with specific economic development projects or business ventures when there were immediate implications for the state, such as when Honeywell Corporation almost abandoned their headquarters in New Jersey. Hasenbalg stated that the OPP would have never had the Governor get involved with projects like the Rockefeller Group’s or LCOR’s, and, that, in his role as Deputy Chief of Staff for OPP, he likely would have known had the Rockefeller Group or LCOR’s development projects been brought to the Governor’s attention.

Hasenbalg recalled discussing the Rockefeller Group and LCOR development projects with the Lieutenant Governor, though Hasenbalg noted that he did not recall discussing the projects in any level of detail. Hasenbalg stated that he spoke with the Lieutenant Governor about economic development projects often. The Lieutenant Governor hosted Thursday morning meetings with members of her staff, the heads of EDA, BAC, and Choose NJ, and Hasenbalg would sometimes attend. Hasenbalg explained that it was during these meeting and in similar contexts in which he discussed specific projects with the Lieutenant Governor. Hasenbalg recalled having no more than five conversations about the Rockefeller Group’s development project, for no more than a half of an hour total, over the course of a year and a half. By comparison, Hasenbalg recalled having numerous conversations with the Lieutenant Governor about Honeywell, for several hours, over the course of a month and a half.

Hasenbalg stated that he had no knowledge of Mayor Zimmer’s allegations against the Lieutenant Governor, Commissioner Constable, or Marc Ferzan. Hasenbalg stated that he had no knowledge of the allegations made against the Port Authority and Office of the Governor regarding the George Washington Bridge lane realignment.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson Dunn & Crutcher LLP
Re: Iannacone Interview Memorandum

On January 30, 2014, Rosemary Iannacone was interviewed by Avi Weitzman and Christian Hudson of Gibson Dunn. Iannacone was not represented by counsel during the interview. All information contained herein was provided by Iannacone or as indicated. Iannacone has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Iannacone refrain from discussing the investigation and interview with others. Iannacone stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Iannacone has worked as Director of Operations and Special Assistant to the Governor since the beginning of Governor Christie’s first administration. She started with the transition office roughly two weeks prior to the inauguration in January 2010. Prior to her work with the Governor she was the administrative officer for the U.S. Attorney’s Office for the District of New Jersey. In her role at the Governor’s Office, she oversees administrative personnel and all scheduling work undertaken at the Scheduling Office. She also serves as the Governor’s executive administrative assistant.

A. Role and Responsibilities

Iannacone regularly attends both the senior staff meetings and the weekly Sandy recovery meetings that the Governor attends. She also attends the senior staff retreats to
Drumthwacket. The Sandy recovery meetings usually occur on Wednesdays unless there is a conflict with the Governor’s calendar. Those invited to attend vary based on the agenda of the meeting, but consistent attendees include most of the senior staff, including DEP Commissioner Martin, GORR Executive Director Marc Ferzan, GORR Deputy Executive Director Terrence Brody, DCA Commissioner Constable, EDA CEO Michele Brown, and the Governor’s Chiefs of Staff.

When asked if there was any discussion at these meetings in which the Governor, Constable, Ferzan, or anyone else, linked Sandy recovery funding to partisan politics, endorsements of the Governor, or development projects such as the Rockefeller Group’s Hoboken property, Iannacone replied “absolutely not.”

Iannacone said that she has been in many Sandy recovery meetings with the Governor, and that at no time during these meetings has the availability of funding or the use of funding been spoken of in terms of “this one can have this much if they do this.” Rather, she said, the meetings have focused on providing aid based on need, and that there is a method to distributing such aid.

II. Superstorm Sandy Aid Allegations

Iannacone said that she has no recollection of ever speaking with Hoboken Mayor Dawn Zimmer.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Klewin Interview Memorandum

On February 19, 2014, Matt Klewin was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Klewin was not represented by counsel during the interview. All information contained herein was provided by Klewin or as indicated. Klewin has not read or reviewed this memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Klewin refrain from discussing the investigation and interview with others. Klewin stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion which reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Klewin attended Stockton College from 1976–1977. In 1977, Klewin left school, moved to Canada with his father, and held, among other positions, managerial roles in casinos. Klewin returned to school and graduated from Stockton College in 1994. After graduating, Klewin worked in a number of fields, including construction, before becoming a Park Ranger. While serving as Park Ranger, Klewin took Physics courses. In 1999, Klewin joined the New Jersey Department of Environmental Protection (“DEP”).

Klewin currently serves as an Environmental Specialist at DEP in the Division of Water Quality, Bureau of Nonpoint Pollution Control. Klewin also held this position in 2013. Klewin explained that his expertise is stormwater. Klewin explained that in New Jersey, most of the Superstorm Sandy flooding was caused by Combined Sewer Overflows (“CSOs”), not stormwater.
II. Superstorm Sandy Aid & May 9, 2013 Meeting with Hoboken and the Rockefeller Group

Klewin was invited to the May 9, 2013 meeting by Michele Putnam, Director of the Division of Water Quality. Putnam invited Klewin to the meeting the morning of May 9, 2013. Klewin did not recall having any interaction with Mayor Zimmer prior to the meeting, but recalled reaching out to the North Hudson Sewerage Authority (“NHSA”) after Superstorm Sandy hit. Klewin recalled that NHSA had issues with washover from CSOs, an area outside of his expertise, so he referred their problem to Linda Coles. Klewin stated that he was invited to the May 9, 2013 meeting to answer any questions about stormwater, but, since Hoboken’s flooding was not related to stormwater, he was not asked any questions during the meeting.

Klewin attended the May 9, 2013 meeting with Mayor Zimmer, Stephen Marks (Hoboken Business Administrator), the Rockefeller Group, Fred Worstell (Dresdner Robin), Lori Grifa (Wolff & Samson), and other members of DEP. Klewin recalled that at the beginning of the meeting, Mayor Zimmer laid out a large map and Mayor Zimmer said that she wanted to build a flood wall around Hoboken through public-private partnerships. Klewin recalled that Mayor Zimmer wanted something more attractive than flood walls and envisioned that new buildings would serve the dual purpose of a flood wall. Klewin recalled that Mayor Zimmer also discussed water pumps during the meeting, but Klewin said that the pumps were a long-term project that did not qualify for FEMA disaster recovery funding because Hoboken’s flooding problems are not merely disaster related, but due to its bowl-like topology.

Klewin stated that the DEP did not provide much feedback at the meeting. DEP’s role was to listen and evaluate the Rockefeller Group’s flood mitigation plan for Hoboken. Klewin did not recall the Rockefeller Group representatives speaking during the meeting and did not notice any tension between Mayor Zimmer and the Rockefeller Group representatives. Klewin did not recall the Rockefeller Group’s North End development project coming up during the meeting. Klewin noted that the email inviting him to the meeting stated that the meeting was about flood mitigation. Klewin recalled that everyone shook hands when the meeting ended.

Klewin stated that he has never heard anyone say that Sandy Aid was tied to endorsements, political affiliation, or private development projects.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Kobylowski Interview Memorandum

Kenneth Kobylowski was interviewed on January 29, 2014 by Avi Weitzman and Christian Hudson of Gibson Dunn. Kobylowski was not represented by counsel during the interview. All information contained herein was provided by Kobylowski or as indicated. Kobylowski has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Kobylowski refrain from discussing the investigation and interview with others. Kobylowski stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Kobylowski served as Acting Commissioner of the New Jersey Department of Banking & Insurance (“DBI”) from February 11, 2012 until December 21, 2012, when he was confirmed as the Commissioner. Prior to his time as Acting Commissioner, Kobylowski served as Chief of Staff for the DBI; in October of 2011 he also took on the role as Acting Director of Banking. He has worked in the DBI since December 2010.

II. Superstorm Sandy Aid

The DBI acted to assist municipalities file insurance claims and set up self-insurance or “joint insurance fund” schemes. In his position, he had no interactions with Hoboken Mayor Dawn Zimmer, and has never met or spoken with Mayor Zimmer in any other capacity.
In his role as DBI Commissioner, he attended two sets of meetings related to Sandy recovery. The first were weekly meetings with the Governor’s Office of Recovery and Rebuilding led by Executive Director Marc Ferzan, which met every Monday afternoon before becoming bi-weekly. These meetings consisted of attendees only from GORR and the DBI. The other weekly meeting was the Sandy Recovery Meeting that met with the Governor’s senior staff. He attended these meetings from January 2013 through January 2014. His attendance waned because the insurance impact of the storm had faded and DBI was no longer as necessary to the meetings.

When asked if anyone at these meetings ever suggested that post-Sandy relief aid should be contingent on the partisan affiliation of local municipality officials or politicians, an endorsement of Governor Christie, or support for unrelated development projects (such as those of the Rockefeller Group in the North End of Hoboken), Kobylowski replied “no, not at all.” When asked if party affiliation or the endorsement of a particular candidate has played a role in any decisions made in his department, Kobylowski replied “no.”

Kobylowski had never heard the Rockefeller Group come up in discussions at any of the meetings mentioned above, nor had he heard any discussion of the Rockefeller Group outside of those meetings.

Kobylowski did not attend the November 25 and 26, 2013 “Mayors Meetings.” He does not recall ever meeting with Hoboken Mayor Dawn Zimmer.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Larkin Interview Memorandum

On January 27, 2014, Judith Larkin was interviewed by Randy M. Mastro, Reed Brodsky, and Alyssa Kuhn of Gibson Dunn. Larkin was not represented by counsel during the interview. All information contained herein was provided by Larkin or as indicated. Larkin has not read or reviewed this memorandum and has not adopted or approved its contents. Mastro began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol and requesting that Larkin refrain from discussing the investigation and interview with others. Larkin stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Before joining the Office of the Lieutenant Governor in 2010, Larkin worked for a private industry. At some point, Larkin was a registered Democrat, but is now a registered Republican because she is a strong supporter of the Christie Administration and wanted to vote for the Governor in the Republican primary. Larkin did not recall if she, in fact, registered in time to vote in the primary.

A. Role and Responsibilities

Larkin has been the Lieutenant Governor’s Personal Assistant since she joined the Governor’s Office in early 2010. Larkin’s responsibilities include keeping the Lieutenant Governor’s schedule and organizing her messages. Larkin noted that she has worked with the Lieutenant Governor for over four years and has never witnessed the Lieutenant Governor do anything Larkin would consider inappropriate.
II. Superstorm Sandy Aid Allegations

A. May 13, 2013

Larkin was not at the Hoboken ShopRite event with the Lieutenant Governor and Mayor Zimmer on May 13, 2013. Larkin explained that the Lieutenant Governor typically talks to her about the previous days’ events when she is back in the office, but Larkin did not recall the Lieutenant Governor discussing the Hoboken ShopRite event.

B. January 17, 2014

Larkin was at work on January 17, 2014, and was at her desk outside the Lieutenant Governor’s office when Mike Drewniak informed the Lieutenant Governor of Mayor Zimmer’s allegations. Larkin stated that she had an idea that some news event was happening, but since it was approximately 5 p.m. already when Drewniak entered, Larkin left the office before learning of Mayor Zimmer’s allegations. Larkin stated that she did not recall hearing Luciana DiMaggio, the Lieutenant Governor’s aide, discuss what she recalled from the Hoboken ShopRite event.

C. Post-January 17, 2014

Larkin became aware of Mayor Zimmer’s allegations on Saturday, January 18, 2014, when they were made public on the news. Larkin stated that since the Lieutenant Governor is her boss, she paid attention to the news that weekend. Larkin remembered that the Lieutenant Governor issued her statement that Mayor Zimmer’s allegations were false on Monday, January 20, 2014.

On Tuesday, January 21, 2014, DiMaggio asked Larkin for any emails on or about May 13, 2013, regarding the Hoboken ShopRite event. Larkin stated that she did not believe the Lieutenant Governor had any emails related to the event. DiMaggio asked Larkin if she, Larkin, had received any emails regarding the Hoboken ShopRite event, and Larkin stated that she had not. Larkin relayed that she knew DiMaggio produced emails showing that Mayor Zimmer requested to meet with the Lieutenant Governor after the ShopRite event.

Larkin recalled that she was present for a conversation when the Lieutenant Governor told Melissa Orsen, the Lieutenant Governor’s Chief of Staff, and DiMaggio that she, the Lieutenant Governor, had a conversation with Mayor Zimmer at the Hoboken ShopRite event; but Larkin did not hear the Lieutenant Governor talk about her conversation with Mayor Zimmer, and Larkin did not talk to the Lieutenant Governor about the ShopRite event. Larkin explained that, as the Lieutenant Governor’s assistant, she doesn’t typically talk with the Lieutenant Governor about substantive issues.
On January 24, 2014, Reed Brodsky and Alyssa Kuhn of Gibson Dunn contacted Ralph LaRossa, the President and Chief Operating Officer of PSEG, who was a panelist on or about May 16, 2013, during the New Jersey television program “Superstorm Sandy: A Live Town Hall” with, among others, Commissioner Richard Constable and Mayor Dawn Zimmer.

At the outset of the call, Brodsky informed LaRossa that Brodsky and Kuhn represented the Office of the Governor of the State of New Jersey and that Gibson Dunn was conducting an internal review of, among other things, allegations made by Mayor Dawn Zimmer.

I. Superstorm Sandy Aid

A. May 16, 2013 – NJTV Live Town Hall Event

LaRossa stated that he remembered the “Live Town Hall” program, and that he was sitting in the back row. Brodsky stated that Gibson Dunn was trying to reach out to everyone who was there. LaRossa responded that he did not hear the alleged conversation between Mayor Zimmer and Commissioner Constable.

LaRossa confirmed that he was sitting in the second row of the two rows, that Commissioner Constable and Mayor Zimmer were both in the first row, and that LaRossa was sitting behind Mayor Zimmer. LaRossa stated that Commissioner Constable and Mayor Zimmer did not argue and he didn’t observe anything to suggest that they did not get along. LaRossa did not see any friction between Commissioner Constable and Mayor Zimmer whatsoever.
Brodsky stated that Mayor Zimmer has made public statements about a conversation with Commissioner Constable and alleged, according to her diary, that “on TV with Commissioner Constable” of the DCA, “we are mic’ed up with other panelists all around us—probably the sound team listening+ he says—I hear you are against the R project. I reply—I am not against the Rockefeller—in fact I want more commercial dev. in Hob—Oh really—everyone in the statehouse believes u r against it—the buzz is that u r against it—‘If you move that forward the $ would start flowing to u’ he tells me.”

LaRossa said that he did not hear any of that. LaRossa did not recall Commissioner Constable and Mayor Zimmer having a conversation prior to the show starting. LaRossa stated that there wasn’t much talking among the panelists before the program started, that they were seated for about 10 minutes maximum before the program started, and that the panelists were joking with each other about the guys bringing water more than anything else.

LaRossa did not observe any conversation between Mayor Zimmer and Commissioner Constable during any breaks in the television program, or after the program ended. LaRossa did not observe any friction between Mayor Zimmer and Commissioner Constable during any breaks in the program, or after the program ended. After the program ended, LaRossa recalled that everyone scattered; some may have spoken with audience members.

LaRossa stated that, during Superstorm Sandy, PSEG was trying to help get the power back on in Hoboken. LaRossa has had limited interactions with Mayor Zimmer, and only recalled exchanging pleasantries with her during a television appearance which Mayor Zimmer had requested. In connection with a federal Department of Energy grant relating to microgrid work in Hoboken, LaRossa, Marc Ferzan, Commissioner Bob Hanna, and one or two other individuals attended a press conference at the request of Mayor Zimmer to show that they were all working together. LaRossa stated that, beyond that, he did not have interactions with Mayor Zimmer.

Brodsky said that he will send LaRossa an email with a still photograph from the May 2013 television appearance and asked LaRossa to contact Brodsky if LaRossa recalled anything else from that television show relating to any interaction between Commissioner Constable and Mayor Zimmer.
On January 29, 2014, Mary O’Dowd was interviewed by Avi Weitzman and Christian Hudson of Gibson Dunn. Ms. O’Dowd was not represented by counsel during the interview. All information contained herein was provided by Ms. O’Dowd or as indicated. Ms. O’Dowd has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Ms. O’Dowd refrain from discussing the investigation and interview with others. Ms. O’Dowd stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. **Background**

Ms. O’Dowd became acting commissioner of the New Jersey Department of Health ("DoH") on or about April 1, 2011. She had been working at the department since January 2008. In May or June of 2011, she was confirmed as Commissioner.

II. **Superstorm Sandy Aid**

Ms. O’Dowd recalled the DoH providing assistance to the Hoboken community, some of which came in the form of Social Services Block Grants, but did not recall any aid directed to the city government. Ms. O’Dowd also did not recall any interactions with Hoboken Mayor Dawn Zimmer after Superstorm Sandy. Ms. O’Dowd visited the city of Hoboken after the storm struck and communicated with her office, but does not recall any direct contact with Mayor Zimmer. She recalled receiving a letter written by Mayor Zimmer
which detailed how the Mayor felt that Hoboken should be receiving more financial support, but did not remember if the letter was addressed directly to her.

Having worked under both Governor Jon Corzine and Governor Chris Christie, she knows that “significant” activity has occurred with Hoboken related to the city’s hospital. The DoH had to approve a transfer of ownership of the hospital, and a number of grants were provided to the hospital as well. Ms. O’Dowd recalled having many conversations and meetings with Mayor Zimmer about those subjects.

Ms. O’Dowd found Mayor Zimmer’s presentations regarding the hospital to be largely strange, political, and surprisingly unsubstantial. She would come to the table with a greater concern about the public relations components of the issues rather than a more substantive view regarding operations of the hospital. Ms. O’Dowd was surprised that Mayor Zimmer did not have a greater command about the services the hospital provided her community. Rather, the Mayor spoke more in terms of high-level talking points which were not grounded in fact or substance. She was often concerned about issues that Ms. O’Dowd found to be irrelevant, such as when she spent an unusual amount of time worrying about whether Ms. O’Dowd personally liked the individual Zimmer had representing the hospital. For Ms. O’Dowd, such a concern was entirely irrelevant to the matter of identifying the financial viability of a hospital and ensuring access for the community.

A. Sandy Recovery Meetings

Ms. O’Dowd had weekly meetings within the department for the year following Sandy, which are less frequent now. She did participate in some meetings with the Governor’s Office of Recovery and Rebuilding after it was established, along with the other two departments applying for SSBG funding, in order to combine efforts on the SSBG funding application. These meetings occurred roughly every other week until the application was submitted. Since then they have occurred on a roughly monthly basis. Her primary point of contact at GORR has been David Morris, although she has been in touch with Marc Ferzan. She has also presented to Governor Christie fewer than three times regarding how DoH was approaching their recovery efforts.

B. Post-Sandy Funding

When asked whether the DoH, in any of its post-Sandy funding decisions, ever conditioned, delayed, or tied aid to partisanship or party affiliation, Ms. O’Dowd replied “absolutely not.”

When asked whether the DoH, in any of its post-Sandy funding decisions, ever conditioned, delayed, or tied aid to whether a mayor or official would endorse Governor Christie, Ms. O’Dowd replied “absolutely not.”
When asked whether the DoH, in any of its post-Sandy funding decisions, ever conditioned, delayed, or tied aid to the support of a particular development project unrelated to post-Sandy aid, Ms. O’Dowd replied “no,” and that she did not have any knowledge of the Rockefeller Group outside of what she had heard from the news.

When asked whether, in her recollection, if the Governor’s staff ever conditioned, delayed, or tied post-Sandy funding decisions to partisanship or party affiliation, Ms. O’Dowd replied “no.”

When asked if anyone in the Christie Administration, including Marc Ferzan, the Lieutenant Governor, or Commissioner Richard Constable, stated that recovery aid needs to be contingent on support for a particular development project, Ms. O’Dowd replied “no.”

When asked about how the DoH made its determination regarding the provision of aid, Ms. O’Dowd replied that such determinations vary by project. For several projects DoH worked to ensure that they supplemented their already-existing infrastructure that was under strain from post-Sandy recovery. In other projects the DoH went through a full RFP process. Other projects went to a particular type of entity such as EMS units, with comptroller review for the implementation. The DoH also has a review committee.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Macchia Interview Memorandum

On March 19, 2014, Paul Macchia was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Macchia was not represented by counsel during the interview. All information contained herein was provided by Macchia or as indicated. Macchia has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Macchia refrain from discussing the investigation and interview with others. Macchia stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1986, Macchia graduated from Georgetown University. In 1992, Macchia received his JD/MBA from the Georgetown Law Center and the Georgetown University McDonough School of Business. In between college and graduate school, Macchia worked as a paralegal in Los Angeles, California. After graduate school, Macchia returned to New Jersey and held a number of jobs in the private sector, including positions at a manufacturing firm, law firms, consulting firms, and start-up businesses. Macchia also formed an investment company, which he sold in 2010 to do charity work.

Macchia met Commissioner Richard Constable while working on Governor Christie’s first gubernatorial campaign. In or around May 2012, Macchia joined the New Jersey Department of Community Affairs (“DCA”) as Chief of Staff to Commissioner Constable.
II. Role in DCA

Macchia described his position as Chief of Staff to Commissioner Constable as similar to a Chief Operating Officer of a corporation. Macchia explained that he reviews every piece of paper before it goes in front of Commissioner Constable, and that he is responsible for keeping Commissioner Constable on schedule.

III. Superstorm Sandy Aid Allegations

Macchia stated that he has never heard Commissioner Constable state or suggest that Sandy aid is contingent on private development projects, political affiliation, or endorsing Governor Christie. Macchia stated that he has never heard Commissioner Constable state or suggest that Hoboken’s Sandy aid was contingent on moving forward with the Rockefeller Group’s development project in Hoboken. Macchia stated that he had never heard of the Rockefeller Group and did not recall anyone mentioning the Rockefeller Group or its development project in Hoboken before Mayor Zimmer went public with her allegations.

Macchia stated that he did not attend the NJTV “Sandy Live Town Hall” event on May 16, 2013, and that he did not help Commissioner Constable prepare for the event. Macchia did not recall Commissioner Constable discussing the Live Town Hall or Mayor Zimmer after May 16, 2013. Macchia stated that he did not attend the June 27, 2013 meeting regarding Community Development Block Grant – Disaster Recovery grants in Hoboken with Mayor Zimmer, Commissioner Constable, and Intergovernmental Affairs Sandy Regional Director Richard Rebisz.

Macchia did not recall ever meeting Mayor Zimmer. Macchia said that whenever Mayor Zimmer or her office contacted him, he was instructed to help Mayor Zimmer and get her what she needed. Macchia did not recall Mayor Zimmer or her office contacting him after Superstorm Sandy.
Memorandum

On March 11, 2014, Anthony Marchetta was interviewed by Avi Weitzman and Rachel Brook of Gibson Dunn. James Robertson, Chief Counsel of Legal and Regulatory Affairs for the New Jersey Housing and Mortgage Finance Agency (“HMFA”), also participated in the interview. All information contained herein was provided by Marchetta or as indicated. Marchetta has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Marchetta refrain from discussing the investigation and interview with others. Marchetta stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Hoboken Applies for Loan Money from the Fund for Restoration of Multi-Family Housing

Marchetta is the Executive Director of HMFA, which is the State agency responsible for administering the Community Development Block Grant – Disaster Relief (“CDBG-DR”) money from the Fund for Restoration of Multifamily Housing (“FRM”). Under this program, municipalities are able to apply for low-interest, long-term loans for the building of affordable family housing units. In order to obtain these loans, applicants must fulfill certain requirements, including obtaining a Resolution of Need from their local governments, which Marchetta said are usually freely provided. Applicants are not required to contribute funding to projects funded by FRM loans.
Hoboken’s Housing Authority, headed by Carmelo Garcia, submitted an application to the HMFA for FRM funding. The application was for funding for the first phase of a multi-family housing project, which would consist of 44 affordable housing units in a five-story building. All criteria for the application were met, with the exception of the Resolution of Need from the Hoboken City Council. Money was committed to Hoboken’s Housing Authority, $2,925,000 in total, contingent on obtaining the Resolution of Need.

On May 1, 2013, Mayor Zimmer sent a two-page letter to Garcia, copying Marchetta, that outlined why Mayor Zimmer was in opposition to Hoboken’s application for the 44 affordable housing units. Marchetta said that he believed all of the issues mentioned in Mayor Zimmer’s letter were resolvable.

**B. Hoboken Council Vote on Hoboken’s FRM Application**

All documents for the FRM program were supposed to be submitted to HMFA by May 15, 2013, but Hoboken requested an extension because the Hoboken Council was planning to meet on May 22 or 23, 2013 to act on the Resolution of Need. HMFA granted the extension request. The Council met for a long period of time, and ultimately the votes were split 4-4 with respect to the Resolution. As the Council did not have the majority needed to endorse the Resolution, the FRM funding was not provided.

Earlier that day, on May 23, 2013, before the Council’s vote, Mayor Zimmer scheduled a call with Marchetta for later that day at 3 p.m. Marchetta recalled that Mayor Zimmer was at a conference in Geneva, Switzerland, when they had their call. She called to reiterate to Marchetta that she was opposed to the affordable housing program proposed in Hoboken’s FRM application. She wanted to make it clear to Marchetta that she was not in support of the project. Mayor Zimmer again cited the reasons for her lack of support that she had written in her May 1, 2013 letter. Marchetta thought that the call was odd as Zimmer technically did not have a vote on the Resolution, which was to be presented later that day to the Hoboken City Council.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson Dunn & Crutcher LLP
Re: Martin Interview Memorandum

On January 28, 2014, and January 31, 2014, Robert Martin was interviewed by Reed Brodsky, Rachel Brook, and/or Christian Hudson of Gibson Dunn. Martin was not represented by counsel. All information contained herein was provided by Martin or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Martin has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began all interviews by administering the standard Upjohn warnings and requesting that Martin refrain from discussing the investigation and interview with others per Gibson Dunn protocol. Martin stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[On January 19, 2010, Martin was appointed by Governor Christie to be Commissioner of the Department of Environmental Protection (“DEP”). Prior to his appointment, Martin was a partner at Accenture LLP, where he worked for over 25 years. He received a bachelor of arts in Economics and Sociology from Boston College in 1979, and an MBA from George Washington University in 1982.]

II. Superstorm Sandy Aid Allegations

A. March 5, 2013 Meeting with Hoboken Mayor Dawn Zimmer

Martin recalled being asked to meet with Hoboken Mayor Dawn Zimmer in late February 2013. He had received a request from Christina Renna at the Governor’s Office to
meet with the Mayor. He recalled that the Governor had promised a meeting with the Mayor and the commissioners of the DEP and DCA (Martin and Richard Constable, respectively). He had met with Mayor Zimmer once or twice before Superstorm Sandy, at events in which she was invited to the State House for meet and greets.

After reviewing his calendar entries, Martin believed the meeting with the Mayor occurred on March 5, 2013. Prior to entering the meeting, he was briefed by his team about potential issues the conference may be about and flooding was emphasized. Martin did not recall bringing any staff with him to the meeting; he recalled the attendees included himself, Commissioner Constable, the Mayor, and two or three other people whose names he did not recall. He did recall that the Mayor had been working with an engineering consulting firm, and that the firm was not one DEP typically worked with in the past. He did not recall which firm it was.

At the meeting Mayor Zimmer brought up her plans for flood walls, which Martin said would require all sorts of permits. Such permitting would be under the DEP’s purview. Ultimately, the meeting did not cover anything other than flooding in the city. The Mayor told Martin that they were looking to build a $90 million flood wall system with street flood gates that would open and close when the floods started. There would also be pumping stations that would pump the water back out towards the harbor.

The Mayor went through the design plan, with her consultants talking about the details. She wanted Martin and Constable to buy in to the project, and she wanted both commissioners to say whether or not this project would work. Martin said that DEP deals with flood control and has coastal engineers in his department who work through any major projects that people want to do with coastal flooding, so he could have people review the project.

The Mayor also requested assistance from the State to help pay for the project. Martin indicated that there would be limited hazard mitigation funding available in the coming months. He remembered that, at the time of the meeting, he knew that the state would have something less than $400 million available, and that there had been ongoing discussions between DEP, the Governor’s Office of Recovery and Rebuilding (GORR), and FEMA about what the final dollar figure would be. He knew at the time that the state did not have $90 million to fully fund Mayor Zimmer’s project, because the state had been receiving Letters of Intent (LOIs) which ultimately totaled approximately $14 billion. Therefore Martin and Constable told Mayor Zimmer that her request was a big ask and that it was a large amount of 404 money. Martin recalled that someone from the state government explained to Mayor Zimmer the limitations on state funding, but did not know to what extent. He recalled they told Mayor that $90 million would be a challenge because the 404 pot would be small. He recalled that Mayor Zimmer’s response was that she nodded but did not say anything confirming that she understood.
They then started to discuss whether they could get 406 money from FEMA. These funds cover damages to public facilities, but can also be used for some limited hazard mitigation purposes, if the applicant can show that the damage sustained requires building up protections. Unlike 404 funding, which is capped by FEMA, 406 funding can cover potentially any sized project provided it meets the appropriate criteria. Martin and Constable offered to help Hoboken with their application to FEMA for 406 funding to build the flood walls project.

After discussing 406 funding, the meeting focused on how the State could help Hoboken with other projects. Martin recalled that there was a discussion about how NJTransit wanted to protect the rails in the Hoboken Rail Yard and that they might be willing to assist Hoboken’s flood planning in the southern section of the city. Further, PSE&G had substations in the west of the town and may want to help with building in that section. Finally, there had been damage to the North Hudson Sewage Authority’s plant in the North End of Hoboken, and 406 funding for fixing that damage plus protecting the northern side of the city might be feasible as well. This would include funding for both flood pumps.

Martin recalled that Mayor Zimmer then mentioned that the Rockefeller Group could potentially play a role in putting money into the build-out of the project. He recalled that discussion of the Rockefeller Group was not long, but that the Mayor had mentioned the Rockefeller Group’s construction on either the north end or south end of the city could provide protection.

Martin felt the outcome of the meeting was ultimately that the State was asking how it could help Hoboken, a question that both he and Commissioner Constable repeated. Martin also said that he wanted to have his engineers, headed by Dave Rosenblatt (DEP head of engineering and construction) meet with Mayor Zimmer’s team and whoever else she wanted them to meet to discuss and analyze the plan. Mayor Zimmer agreed to this request. Martin also told Mayor Zimmer that he was happy to work with her on how to find funding for the project. He recalled that Assistant Commissioner of the DEP, Michele Siekerka, had some meetings with Hoboken, as her portfolio includes water infrastructure projects. Her work ties into the Environmental Infrastructure Trust (EIT), which helps provide bond money for projects. Martin recalled that Siekerka worked on the funding for this project following the meeting.

Martin said there had been no discussion about funding for post-Sandy recovery projects being tied to an endorsement of the Governor, partisanship, or to development projects. Finally, Martin said he never heard the Governor or his administration say that post-Sandy funding is tied to any development project, politics, or endorsement. He continued by saying that post-Sandy funding is objective, and aimed to help the entire state. He has never aimed in any shape or form to work with only Republicans; rather Martin and his staff work with everyone, irrespective of party affiliation. Governor Christie’s directive was for him to help all the towns, a directive the Lieutenant Governor had as well.
When asked whether he recalled using a phrase similar to “Birkenstock Group” in the context of Mayor Zimmer, Commissioner Martin did not recall using those words. He recalled talking to all towns and cities about green structures, but does not believe that Mayor Zimmer is any more in favor of green infrastructure than other mayors. He does not remember her being emotional, but rather that she was very concerned about flooding in her town and was a strong advocate that flooding in Hoboken was serious and needed to be addressed.

Martin did not recall meeting with Mayor Zimmer at any other official meeting after this conference.

B. April 23, 2013 and April 25, 2013 Letters

Martin remembered receiving the April 23, 2013 letter from Mayor Zimmer. After receiving it, he had a phone conversation with Marc Ferzan regarding the letter. They could not identify a specific request in the letter, and so they decided to respond by describing the forms of outreach they were doing for Hoboken. This response was memorialized in his April 25, 2013 letter to the Mayor.

C. May 9, 2013 Meeting with Mayor Zimmer

Martin recalled that Rosenblatt and Siekerka had been attempting to set up a meeting with Mayor Zimmer for some time, and that the meeting was moved from May 8 to May 9, 2013, due to a scheduling issue. While Martin did not attend the May 9 meeting himself, he ensured that two assistant commissioners (Rosenblatt and Siekerka) went. He did not recall if Grifa was at this meeting. He also said it was not unusual for the Rockefeller Group to be at the meeting because their participation had been brought up in the March meeting.

D. November 25, 2013 Mayors Meeting

After reviewing documents, Martin recalled that he attended the November 25, 2013, Mayors Meeting regarding the allocation of CDBG dollars. Mayor Zimmer attended, as did Siekerka. At the end of the meeting, Martin said hello to the mayors on the way out the door, and shook Mayor Zimmer’s hand. Mayor Zimmer then asked if Hoboken could get funding for flood pumps from the EIT bridge loan program. Martin and Siekerka replied that they would try to assist with that. Siekerka subsequently called David Zimmer to try to move the funding forward. Martin said that he typically tells his team to expedite application decisions for any Mayors who ask.

Martin did not recall Mayor Zimmer and Marc Ferzan speaking after the meeting, and he did not remember seeing Ferzan talk to anyone.
VI. Miscellaneous

Martin said he would not typically call Lori Grifa to say hello. They were friendly but not friends, and he was too busy to speak for long.

Martin doesn’t typically go to meetings with mayors, preferring instead to ask the front office IGA folks to go instead. He might do a “meet and greet,” but usually only meets with mayors who have coastal concerns.

One of the major programs that Martin was responsible for in the aftermath of Sandy was the rebuilding of beaches and coastline. This included involvement in cleaning up debris in Hoboken. While each town and city did their own clean-up, the state oversaw all operations to ensure that contractors were in place and that debris was being sorted and moved to the right places.
Memorandum

On January 31, 2014, Bradford Mason was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Mason was not represented by counsel during the interview. All information contained herein was provided by Mason or as indicated. Mason has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Mason refrain from discussing the investigation and interview with others. Mason stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Mason graduated from Rutgers University in 1991 or 1992. After college, Mason spent time working for members of Congress, working both as legislative and campaign staff. He then worked for the Federal Emergency Management Agency (“FEMA”). After working at FEMA, Mason worked in the Crisis Management department of JP Morgan Chase.

In August 2013, Mason became the Assistant Deputy Director of the Governor’s Office of Homeland Security & Preparedness. He is responsible for three bureaus: (1) the Critical Infrastructure Protection Bureau, (2) the Planning and Project Management Bureau, and (3) the Grants Bureau. The authority for the Office of Homeland Security & Preparedness comes from Executive Order Number 5. Mason is currently finishing up a thesis now for a Master’s program.

Mason is a registered Republican.
II. Superstorm Sandy Aid

A. Interactions with Hoboken Mayor Dawn Zimmer

1. August 2013 – Municipality Meeting

Mason said that in August 2013, he was involved in meetings with different municipalities hosted for the purpose of facilitating discussions about the aftermath of Hurricane Sandy, including immediate needs and long-term needs of each community. The meetings also included discussions of what went well and what went wrong during the response to Sandy. Each municipality meeting lasted approximately three hours.

In the first week of August 2013, Mason attended the post-Sandy meeting for Hoboken. The following people were present at the meeting: Mason, Steve Gutkin (Bureau Chief for the Planning and Project Management Bureau at the time; Gutkin has since moved to the Critical Infrastructure Protection Bureau), Major Pat Callahan (commanding officer at the New Jersey State Police), Richard Rebisz (the Intergovernmental Affairs Liaison/Sandy Regional Director), Mayor Zimmer, the Director of the Office of Emergency Management (“OEM”), and the Deputy Business Administrator. Mason recalled that while many of the other municipalities took the full three hours allotted for the meetings, Hoboken’s meeting ended a little early. Mayor Zimmer stayed for the entire meeting.

During this meeting, Mayor Zimmer discussed her impressions of what she thought happened when Hurricane Sandy hit and how Hoboken prepared for the storm. Mason said that the Mayor was engaged in the conversation during the meeting, but he did not make a personal connection with her.

At one point in the meeting, Mayor Zimmer became passionate as she discussed the impacts of Hurricane Sandy on Hoboken. Mason sensed that the Mayor believed he and the others at the meeting did not understand what had happened in Hoboken. She began to get emotional or lathered up as she told the room that Hoboken has needs and is not getting its fair share of aid. She was venting. Mayor Zimmer kept saying that Hoboken needed more aid, but she did not elaborate on details of what she meant by more aid. Mason ultimately had to interrupt Mayor Zimmer to bring the conversation back to the purpose at hand. Mason said that after the meeting he mentioned to Terry Brody of the Governor’s Office of Rebuilding and Recovery (“GORR”) that Mayor Zimmer had gotten excited during the meeting when discussing the Hurricane's impacts on Hoboken.

Mason said that during this meeting, Mayor Zimmer did not mention anything about Sandy aid being tied to politics, endorsements, the Rockefeller Group, or anything else but need.
2. Late October 2013 – Rebuild by Design Encounter

In late October 2013, Mason attended an event for Rebuild by Design (“RBD”) in Manhattan. He met Brody beforehand, and they traveled together to the event. The RBD event was split into three sessions, and Mason and Brody ran into Mayor Zimmer on their way into the event as she was leaving an earlier session.

Brody and Mayor Zimmer were comparing notes on the RBD concept, and then Mayor Zimmer became exercised as she told Brody that the state should be more supportive of Hoboken generally, and more specifically with RBD. Mayor Zimmer said that she was going to return to her office that day and send a letter to Governor Christie about the RBD concept for Hoboken. Brody could not get a word in edgewise because of Mayor Zimmer’s excited state, and after a few minutes, Brody just said thank you and the encounter ended. Mason said that the Mayor’s excitement during this interaction was similar to her energized behavior during the August 2013 meeting that he had with her.

Mason did not think that Mayor Zimmer recognized him from their three-hour meeting in August 2013 when she saw him in Manhattan with Brody. Later that night, there was a reception in New Jersey, and Mayor Zimmer called him and a few others, including Eric Daleo, David Morris, and possibly Brody (all from GORR) over to her and the RBD design team for Hoboken. She again asked them to be more supportive of RBD.

At no point during these conversations did Mayor Zimmer ever suggest that Sandy aid was being tied to anything unrelated to aid needs. In fact, Mason said that he had never heard the Mayor allege the existence of a connection between aid allocation and endorsements, politics, or development. And Mason said that both Marc Ferzan of GORR and Brody consistently emphasize objectivity and transparency with Sandy aid programs.

3. Energy Allocation Meeting for Hoboken

The last time that Mason saw Mayor Zimmer was at a meeting hosted by GORR for Hoboken to discuss innovative ways for it to spend its energy allocation. At the meeting, National Renewable Energy Laboratory (“NREL”), a research laboratory, presented options from a technical perspective. Only the municipalities with the greatest opportunities were selected for such meetings. Eric Daleo from GORR held the meetings.
On January 17, 2014, Paul Matey was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. Matey was not represented by counsel during the interview. All information contained herein was provided by Matey or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Matey has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn’s protocol, and requesting that Matey refrain from discussing the investigation and interview with others. Matey stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Matey earned a B.A. from the University of Scranton and a J.D. from Seton Hall University School of Law. Mr. Matey worked as an associate in the Washington, D.C. firm of Kellogg, Huber, Hansen, Todd, Evans, and Figel, P.L.L.C., and served as a law clerk to the Honorable Robert E. Cowen of the United States Court of Appeals for the Third Circuit, and the Honorable John C. Lifland of the United States District Court for the District of New Jersey. Prior to joining Governor Christie’s administration, Mr. Matey served as an Assistant United States Attorney in the District of New Jersey in the Securities and Health Care Fraud Unit, and the Public Protection Unit. In 2009, he received the Director's Award for Superior Performance from the United States Department of Justice.]

A. Role and Responsibilities

Matey joined Governor Christie’s administration on the day of the inauguration in January 2010. He joined the Office of Governor’s Counsel as Assistant Counsel and served in this role from January-August 2010. He subsequently served as Senior Counsel from August 2010-December 2011 and was promoted to his current position, Deputy Chief Counsel, in December 2011.
Matey said that the Office of Counsel to the Governor functions as in-house lawyers for the Governor and provides legal advice and guidance to the Governor exclusively as it relates to his right under the Constitution and statutes. Matey added that the Chief Counsel’s Office is involved in legislative and ethics matters, external requests for information under the Open Public Records Act (OPRA), and litigation and coordination to the extent it involves matters related to the Governor’s decisions. Matey further said that the Chief Counsel’s Office also oversees other legal tasks, executive orders and rules and regulations.

Matey served as Chief Ethics Officer and Ethics Liaison Officer (“ELO”) for the State Ethics Commission (SEC) from August 2010-December 2011. In that position, Matey was responsible for advising the Governor on ethics issues. When he became Deputy Chief Counsel he no longer served as ELO, although retained ELO status with the SEC.

Matey said that an important function of the Chief Counsel’s Office is handling OPRA requests, and the Counsel’s Office assigns OPRA custodians to attorneys who report up to Matey.

Matey explained that the Deputy Chief Counsel is considered to be part of the Governor’s Office senior staff.

Matey said that the Chief Counsel Office’s involvement with other parts of the Governor’s Office is dictated by the work being done and whether it involves legal guidance; for instance, if the Authorities Unit were considering a rule promulgated by administrative authorities, that rule would be reviewed by the Chief Counsel’s Office. Similarly, Matey said that if the Office of Legislative and Intergovernmental Affairs (“IGA”) was working with a stakeholder in a particular community or legislative body, the Chief Counsel’s Office might interact with them in order to get their feedback.

**B. Interactions with IGA**

Matey said that he frequently interacts with the IGA. He regularly interacted with Bill Stepien and Bridget Kelly specifically in their capacities as Deputy Chief of Staff for IGA. Matey’s relationship with both Stepien and Kelly was only of a professional nature; if he saw them outside of work, it would have been in the context of a work event. He interacts with IGA at least 3 times per week during senior staff meetings. Aside from senior staff meetings, Matey said that he interacts with IGA when he needs to provide input on a particular project, or conversely, if he needs IGA’s input.

Matey had very limited interactions with the campaign. Matey said that if he did interact with the campaign it was largely concerning scheduling issues that overlapped. Within the campaign, Matey principally interfaced with Bill Palatucci, not Stepien.
Regarding training for overlap between the campaign and Governor’s office, Matey stated that every employee of the Governor’s Office receives ethics training and is instructed to work with the ELO on any questions they have about conflicts of interest, which are defined by statute. To this point, Matey never had any information or sense that political work was being done in the Governor’s Office.

C. Interactions with the Authorities Unit

Matey said that his interaction with the Authorities Unit is limited. He added that, while the Authorities Unit is part of the Chief Counsel’s office, it has been a practice within the Christie administration that the Authorities Unit reports directly to Chief Counsel, so Matey’s interactions with the Authorities Unit are sparse.

D. Interactions with the Port Authority of New York & New Jersey

Matey did not recall having any direct or indirect contact with anyone from the Port Authority, with the exception of David Samson, but not in his capacity as Port Authority chairman. He did not recall working with the Port Authority, and furthermore, Matey said that he is conflicted out of any work with the Port Authority due to filing a notice of potential conflict of interest with the State Ethics Commission in June 2012, because of a potential conflict with his wife’s legal practice.

Matey recalled meeting Bill Baroni when he was still a member of the Legislature in 2010. Since then, he recalled seeing him around the State House on occasion, but had no specific recollection of when their last meeting was.

Matey did not believe he had ever met David Wildstein and was certain that he never had a conversation with Wildstein.

II. Chronology of the George Washington Bridge Events

A. Spring 2013

Matey was not aware of any effort by the Christie campaign to get the Fort Lee mayor’s endorsement, though he was generally aware it was desirous for the campaign to get the support of local officials.

B. August 2013

Matey was not aware of the August 2013 email discussions between Bridget Kelly and David Wildstein about traffic issues.
C. **September 9-13, 2013 – George Washington Bridge Lane Realignment**

Matey had no recollection of being aware of, or discussing, the actual traffic issues that occurred from September 9-13, 2013.

D. **October 1, 2013 Wall Street Journal Article**

Matey did not recall reading the *Wall Street Journal* article on October 1, 2013, or being aware of the article at that point in time. To the best of his recollection, Matey said that he learned about the purported traffic study and ancillary traffic problems in late fall 2013. He speculated that he learned about the lane realignment based on media reporting.

E. **November 25, 2013 – Baroni’s Testimony**

Based on media reports, Matey was aware that Baroni was testifying at or around the time of his testimony. Matey was not involved in preparing the testimony, and he did not see the testimony when it was given.

F. **December 2, 2013 – Press Conference**

Matey recalled the December 2, 2013 press conference and attended the press conference, and generally remembered the Q&A’s raised during the press conference. He was not involved in preparation of the press conference, though he was aware that questions were being raised about the validity of the traffic study and ancillary motivations, if any. Matey recalled the suggestion of improper motives being raised publicly, but did not recall having any involvement in decisions on whether investigations or inquiries into those claims were appropriate.

Matey did not have any recollection or knowledge of any further investigation into the matter by the Governor’s Office at that time. He said that, if there was such an investigation, he was not aware or a participant.

G. **December 6, 2013 – Wildstein’s Resignation**

Matey had no knowledge of Wildstein’s resignation before it was announced, and did not recall even reading press reports about it.

H. **December 9, 2013 – Wisniewski Committee Hearing**

Matey recalled media reports regarding the December 9, 2013 testimony of Port Authority officials, but did not recall having conversations with anyone about the testimony.
I. December 13, 2013

1. Senior Staff Meeting

Matey recalled receiving electronic notification that there would be a senior staff meeting with the Governor on the morning of December 13, 2013. Matey said that he did not know what the meeting would be about prior to attending the meeting. He recalled the Governor coming into the meeting “clearly agitated and angered.” The Governor said he would be holding a press conference to announce changes at the Port Authority, and that before the press conference, he wanted to be crystal clear that there was no additional information that he needed to know regarding the lane realignment. He directed all members of senior staff and anyone in the room to come forward with any knowledge they had about the lane realignment within the next few hours by speaking to Kevin O’Dowd and Charlie McKenna. Matey recalled that the Governor’s charge was reiterated “forcefully,” several times over the course of the meeting, and that that was the only topic discussed during the meeting.

Matey was not personally involved in the Governor’s directive to bring forth any information that existed, and did not recall any conversations with McKenna on the topic, at that time or any time prior. He did not recall either McKenna or O’Dowd coming to speak to him to ask if he had any information, nor did he recall having a conversation with McKenna about whether anyone had responded to the Governor’s directive.

Matey did not have any further involvement with the lane realignment issue until January 8, 2014, when Kelly’s and Wildstein’s communications were published.

J. January 8, 2014

1. Kelly’s Emails Revealed in The Bergen Record

Matey said that he first saw the Kelly emails online. He recalled reading the article and corresponding emails in his office. He then recalled having a conversation with McKenna to advise him that his name was listed in the documents. Matey said that McKenna had not heard the story and Matey remembered McKenna opening the story to read it for himself. Matey recalled that McKenna’s only response was to shake his head.

Matey also had a conversation with O’Dowd, either while reading the article or shortly thereafter, checking to see if O’Dowd had seen the article. He recalled O’Dowd saying Maria Comella was on the phone with the Governor at that moment to advise him.

2. Meeting at Drumthwacket

O’Dowd telephoned Matey to ask him to come to Drumthwacket. Upon arrival at Drumthwacket, Matey recalled a general conversation about next steps from a communication, legal and policy standpoint.
Matey recalled a discussion among the group at Drumthwacket that raised the question of whether or not Stepien and Kelly had a personal, romantic, relationship. His recollection is no one in that group had direct knowledge as to whether or not there was a personal relationship. He generally recalled hearing a suggestion that they had had a personal relationship, but Matey never had any first-hand knowledge of such a relationship and beyond suggestions raised informally, no knowledge.

a. Decisions about Kelly and Stepien

Matey was involved in a general conversation about what appropriate action should be taken regarding Kelly’s employment status in the Governor’s Office. Matey recalled a conversation in which there was a decision to terminate Kelly from state employment. Matey further recalled it was decided that no one from the Chief Counsel’s office should reach out to Kelly to discuss the story or allegations, because given Kelly’s prior denials, it was felt that any communications between the Governor’s Office and Kelly would be futile at learning new information.

The actual termination was subsequently carried out the following morning (January 9) via telephone, around 9:00 a.m. Porrino called Kelly and conferenced in Matey; they jointly advised Kelly that she was being terminated. Matey recalled Kelly was emotional, and asked them not to have any of her personal effects sent to her residence as there were reporters outside of her home.

Regarding a conversation with Stepien, it was decided that Mike DuHaine should talk to Stepien. Matey recalled DuHaine left Drumthwacket, contacted and met with Stepien, and then returned to report on his meeting with Stepien. DuHaine reported Stepien was deeply concerned and disappointed in the story. DuHaine reported that Stepien had said that Wildstein had come to him about the traffic study concept but that Stepien had dismissed it as another one of Wildstein’s crazy ideas that Wildstein would talk about from time to time. DuHaine reported that Stepien further denied encouraging Wildstein at all regarding this idea and denied discussing it with Kelly. DuHaine further reported that Stepien did not think this issue was a big deal and was upset about taking the fall. However, it was ultimately decided that, even with the denials, based on the way Stepien conducted himself, including the tone and tenor of his emails, Stepien needed to separate or be removed from the roles under consideration. Matey underscored that he has no understanding that Stepien had any involvement in the lane realignment.

Matey recalled a discussion at Drumthwacket wherein it was decided that it would be helpful to provide Kelly and Stepien with attorney recommendations. Suitable members of the New Jersey bar were contacted and asked to contact Kelly and Stepien directly. Matey recalled someone reached out to Kelly to let her know that recommendations were being made, but he does not remember who reached out to Kelly to convey that information. Matey recalled reading in the press that Kelly retained defense attorney Walter Timpone. Matey did not have any
conversations with Timpone. Matey did not recall a discussion about Kelly’s ability to pay for counsel.

At some point during the afternoon, the Governor wanted to issue a statement, and Matey was involved in commenting on a draft of that statement.

b. Conversation with Drewniak

Given the documents that had been produced, it was decided that Drewniak should come to Drumthwacket to be questioned about his knowledge. Matey called him at some point in the afternoon. Once Drewniak arrived, Porrino and Matey took Drewniak into a separate room and spent approximately two hours questioning what Drewniak knew about the situation in the late afternoon/early evening.

The Drewniak conversation was roughly a chronology of Drewniak’s interactions with the Port Authority and members of the Governor’s staff regarding the lane realignment in an attempt to understand Drewniak’s awareness of when the realignment was ordered and what he did once he became aware of the realignment. Drewniak stated that his first knowledge of the realignment came from a reporter’s inquiry that was forward to him by Wildstein. Drewniak said he did not recall having a particular reaction, and that at the time, it struck him as an everyday occurrence that might arise out of the Port Authority.

Matey recalled Drewniak’s demeanor as nervous and tense. Matey sensed that Drewniak’s tension was exacerbated by the fact that both the Chief Counsel and Deputy Chief Counsel had called and specifically asked to have a conversation with him. Matey recalled Drewniak asking if he was being terminated.

Matey recalled Drewniak’s narrative of the chronology to be “non-linear” at times. Matey commented that Porrino and Matey tried to use the conversation with Drewniak to “order” their understanding of the chronology of events. Drewniak’s explanation of things as they happened was Matey’s first awareness of everything that happened, apart from the press and emails he saw.

Drewniak brought about a dozen documents he thought were relevant. Matey vaguely recalled that Drewniak’s documents had handwritten notations. Drewniak subsequently produced a larger stack of documents, which Matey thanked him for and organized chronologically while he was in his presence.

During the Drewniak conversation, Drewniak told Matey and Porrino that Wildstein had asked him to have dinner. Drewniak recalled Wildstein was upset during dinner, expressing how upset and frustrated he was that his position at the Port Authority might have been in jeopardy. Wildstein also said he stood behind the validity of the traffic study. Drewniak recalled Wildstein brought documents to the dinner that represented the traffic study, which Drewniak neither retained nor reviewed. Drewniak told Porrino and Matey that he attempted to steer the dinner
conversation away from the lane realignment issue, and Wildstein seemed to be appreciative of this.

Drewniak also relayed what he thought was a separate conversation he had with Wildstein, which was possibly related to a *Wall Street Journal* article in October, but could have been at another time. Drewniak recalled reaching out to Wildstein to ask what was going on and asking Wildstein to help him understand the story. Drewniak said Wildstein responded that he did not know what the story was all about because they had conducted a legitimate traffic study. Drewniak recalled Wildstein making a statement that other people knew about the traffic study, specifically including Kelly, Stepien, and the Governor.

Matey asked if Drewniak had discussed this with anyone else. Drewniak responded he had a conversation with Kelly asking what was the deal with the study, and was there anything to be worried about. Drewniak recalled Kelly saying she did not know anything about the study. Drewniak said he was not sure whether her answer was coy or nonresponsive, but he speculated on whether it was indicative of her having knowledge, although it was unclear about what.

Drewniak further recalled that, following dinner with Wildstein, he stopped by O’Dowd’s office to discuss the dinner with O’Dowd. In the course of chatting with O’Dowd, the Governor came in. Drewniak recalled then relaying the conversation he had had with Wildstein that the traffic study was legitimate, and that others knew about the traffic study, specifically, Kelly, Stepien and the Governor.

Lastly, Drewniak relayed a conversation with Wildstein, wherein Drewniak indicated to Wildstein that he was working on Wildstein’s resignation statement, which Drewniak ultimately drafted and shared with the Governor for review; the Governor made a light edit and Drewniak shared the revised statement with Wildstein.

After the meeting with Drewniak at Drumthwacket, Porrino and Matey left to speak with the Governor in another room and advised him of their discussion with Drewniak. The Governor seemed satisfied. The Governor then thanked Drewniak personally and told him that his job was not in jeopardy.

**K. January 9, 2014 – Press Conference**

After the January 9 press conference, Matey and Porrino discussed retaining outside counsel and whether conducting an internal investigation was necessary. They subsequently received the inquiry from the U.S. Attorney’s Office and decided it would be best to separate the Chief Counsel’s Office from the investigation.

Porrino and Matey asked the Assistant United States Attorneys who called if they would share what, if any, federal or state statutes they believed could have been violated by facts known. The AUSAs answered that they had no particular legal theory and did not want to confine themselves to a particular statute at that time.
III. Document Retention Notices

Matey received the document retention notices and is in compliance with them.
Memorandum

On March 19, 2014, and March 20, 2014, Matthew McDermott was interviewed by Reed Brodsky, Matthew Benjamin, and/or Alyssa Kuhn of Gibson Dunn. McDermott was not represented by counsel during the interview. All information contained herein was provided by McDermott or as indicated. McDermott has not read or reviewed the memorandum and has not adopted or approved its contents. The interviews began by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that McDermott refrain from discussing the investigation and interview with others. McDermott stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1990, McDermott graduated from Fairleigh Dickinson University. After graduating, McDermott joined the New Jersey Assembly Republicans Office. In or around 1994 or 1995, McDermott became Communications Director for the New Jersey State Treasurer and then Deputy Commissioner for the New Jersey Department of Labor and Workforce Development. Thereafter, McDermott headed his own government affairs firm, McDermott Public Affairs. In May 2010, McDermott became Chief of Staff in the Department of Labor and Workforce Development. In March 2011, McDermott joined the Office of the Governor as Chief of Staff to the Lieutenant Governor. In or around September 2012, McDermott left his position as Chief of Staff to the Lieutenant Governor and became Director of Appointments. McDermott is a member of the Governor’s Senior Staff.
A. Role and Responsibilities

1. Chief of Staff to the Lieutenant Governor

McDermott explained that the Chief of Staff to the Lieutenant Governor assists the Lieutenant Governor in all aspects of her job. As Chief of Staff, McDermott’s responsibilities included overseeing the New Jersey Department of State, including Partnership for Action, and the Lieutenant Governor’s schedule, press releases, and briefings for events. In his position, McDermott handled all requests to meet with the Lieutenant Governor.

McDermott explained that one of the Lieutenant Governor’s primary roles is to support economic development and jobs in New Jersey. McDermott explained that as Chief of Staff, he had contact with private development firms that wanted to meet with the Lieutenant Governor, including firms with development projects in Hoboken.

2. Appointments Director

As Appointments Director, McDermott is responsible for identifying candidates for judicial and prosecutorial positions, volunteer boards, and key personnel slots in the Administration. McDermott explained that some boards require party balance—no more than two candidates may be of the same political party affiliation. McDermott explained that the Appointments Office sometimes receives input from the Office of Legislative and Intergovernmental Affairs (“IGA”) when vetting candidates, and, at times, IGA also recommends elected officials for appointments, but that the Appointments Office makes the final decision. McDermott said that IGA generally recommends officials that are qualified and are in good standing with the Office of the Governor.

McDermott did not have a specific recollection of Mayor Zimmer or Mayor Sokolich receiving board appointments, though noted that not all elected officials accept appointments when offered. McDermott stated that the Appointments Office does not make appointment decisions based on securing endorsements, but instead based on officials’ qualifications and skill set.

II. Chronology of the George Washington Bridge Events

McDermott recalled attending the Senior Staff meeting on December 13, 2013, before Governor Christie’s press conference that day. McDermott recalled that Senior Staff and Mike Drewniak, Press Secretary for the Office of the Governor, attended the meeting and that the meeting took place in the Governor’s office around a large conference table. McDermott recalled that he was the last to arrive and that he sat behind and to the right of the Governor.
McDermott generally recalled the following about the Senior Staff meeting. Governor Christie was animated, raised his voice, and wanted to get everyone’s attention during the meeting. Governor Christie was unhappy with his Senior Staff’s recent performance. McDermott recalled Governor Christie told the Senior Staff that if anyone had any information regarding the GWB lane realignment, they needed to come forward and tell either Kevin O’Dowd, Chief of Staff to the Governor, or Charlie McKenna, Chief Counsel to the Governor, what they knew. McDermott described Governor Christie as “clearly intent” on delivering his message to the Senior Staff and finding out the truth.

Because McDermott stated that he did not have any knowledge of or involvement in the GWB lane realignment, McDermott did not speak with O’Dowd or McKenna following the meeting.

III. Superstorm Sandy Aid Allegations

McDermott stated that he had no knowledge of anyone in the Office of the Governor making Sandy relief aid decisions contingent on private development projects, endorsing Governor Christie, or party affiliation.

A. Interactions with the Rockefeller Group

McDermott recalled that in his capacity as Chief of Staff to the Lieutenant Governor, he helped facilitate meetings with the Lieutenant Governor and the Rockefeller Group and LCOR regarding development projects in Hoboken.

McDermott recalled that the Lieutenant Governor attended approximately two meetings with the Rockefeller Group when he was Chief of Staff. McDermott recalled that the Rockefeller Group was frustrated because Mayor Zimmer promised she would conduct a redevelopment master plan in Hoboken but never did. McDermott explained that the Rockefeller Group met with the Lieutenant Governor to ask the Lieutenant Governor to support their project in Hoboken and to request help in seeking a resolution in Hoboken.

McDermott recalled that the Lieutenant Governor met with Mayor Zimmer to discuss the Rockefeller Group’s development project, to offer to help Hoboken with its redevelopment master plan, and, most importantly, to offer to generally assist Hoboken with anything it needed. When asked whether the Lieutenant Governor or the Lieutenant Governor’s Office put any pressure on Mayor Zimmer to move forward with the Rockefeller Group’s development, McDermott responded no. McDermott recalled that, consistent with the Lieutenant Governor’s role to advocate for business and job growth in New Jersey, the Lieutenant Governor expressed that she supported the project from an economic development perspective. McDermott recalled that Mayor Zimmer was knowledgeable about the Rockefeller Group’s development project, but opposed the plan because she thought it was too big for Hoboken. Mayor Zimmer said she would reconsider the project.
after the redevelopment master plan was complete, but McDermott did not recall the redevelopment master plan ever coming to fruition.

McDermott also recalled that the private development firm LCOR was working on a project in Hoboken, but McDermott did not recall if the Lieutenant Governor ever met with LCOR. McDermott said that the LCOR development was a joint project with the New Jersey Department of Transportation, so the Lieutenant Governor’s Office was not very involved.

B. Interactions with Hoboken Mayor Dawn Zimmer

When asked about the Lieutenant Governor’s relationship with Mayor Zimmer, McDermott responded that the Lieutenant Governor and Mayor Zimmer had a professional relationship. McDermott explained that he had only seen the Lieutenant Governor and Mayor Zimmer interact a couple of times because as the Lieutenant Governor’s Chief of Staff, McDermott did not travel with the Lieutenant Governor to events.

C. May 10, 2013 – Senior Staff Retreat

McDermott assumed he attended the Senior Staff Retreat on May 10, 2013, though did not have a specific recollection. McDermott did not recall the Rockefeller Group, Mayor Zimmer, or the May 13, 2013 ShopRite event coming up during the retreat.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: McKenna Interview Memorandum

On January 22, 2014, and March 12, 2014, Charlie McKenna was interviewed by Randy M. Mastro, Debra Wong Yang, Alexander H. Southwell, and/or Sarah L. Kushner of Gibson Dunn. On January 22, 2014, McKenna was not represented by counsel. On March 12, 2014, McKenna was represented by John Azzarello and Matt Whipple of Whipple Azzarello LLC. All information contained herein was provided by McKenna or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. McKenna has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that McKenna refrain from discussing the investigation and interview with others. McKenna stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Role and Responsibilities

McKenna joined Governor Christie’s Administration four years ago as the Director of New Jersey’s Office of Homeland Security & Preparedness (“OHSP”). Around the end of January 2012, McKenna joined the Governor’s Office as Chief Counsel.

[Prior to working in the Administration, McKenna worked at the U.S. Attorney’s Office for the District of New Jersey (the “USAO”) for 18 years. Most recently, he was the Chief of the Criminal Division at the USAO. In that capacity, McKenna was responsible for establishing policy for the Criminal Division, and coordinating with other law enforcement...]

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agencies, including the FBI, IRS, and the Department of Defense. Before that, McKenna served as the Executive Assistant U.S. Attorney under then-U.S. Attorney Christie. In that position, McKenna had executive oversight of all Criminal and Civil Division investigations and was responsible for ensuring efficient operations in the office. In 2002, McKenna received the Director’s Award for Superior Performance from the U.S. Department of Justice. From 1999 to 2002, McKenna was the USAO’s Liaison to the FBI Joint Terrorism Task Force. Throughout his tenure at the USAO, McKenna was the Crisis Management Coordinator for the District of New Jersey.

B. Reporting Lines

As Chief Counsel, McKenna had a fifteen minute meeting scheduled daily with the Governor, although these meetings did not always happen. McKenna rarely emailed the Governor because the Governor did not generally use email.

The following individuals/units within the Governor’s Office reported to McKenna: the Authorities Unit, Deputy Chief Counsel, Director of Appointments, and David Cohen in the Office of Employee Relations. McKenna interacted with the Authorities Unit as needed, and received that unit’s meeting minutes, which were prepared by the Director of the Authorities Unit’s staff and then reviewed by the Director. If, however, there was a particular issue within that unit that needed McKenna’s attention—for example, cutting employee salaries, or making some personnel change—then the Director would talk to McKenna directly about that issue or the Director would notify McKenna that someone in the unit needed to talk to him about a particular issue. Regarding McKenna’s interaction with the New Jersey authorities in general, McKenna interacted with the Port Authority of New York & New Jersey (the “Port Authority”) the most, and, second most, with the Waterfront Commission.

C. Interactions with the Port Authority

McKenna interacted occasionally with Bill Baroni, rarely with David Samson (although more so around the time of David Wildstein’s and Baroni’s resignations), and, occasionally with Philip Kwon. McKenna and Kwon worked together at the USAO, and McKenna was involved in Kwon’s nomination to the New Jersey Supreme Court.

1. Relationship with Wildstein

McKenna did not interact with Wildstein, and had only met him four times that he could recall. First, Wildstein approached McKenna at a store near McKenna’s house. McKenna had no idea who Wildstein was, but pretended to know him; a few weeks later, Stepien or Baroni mentioned McKenna’s chance encounter with Wildstein, and, at a subsequent time, McKenna made the connection. Second, McKenna said hello to Wildstein at the State House because McKenna realized that he had probably appeared rude at the
store. Third, when McKenna asked for Wildstein’s resignation on December 6, 2013. And, fourth, when O’Dowd and McKenna notified Wildstein on December 12, 2013, that his resignation would be effective the following day, as opposed to the end of the year, as initially planned.

2. **Relationship with Baroni**

Regarding McKenna’s relationship with Baroni, McKenna knew Baroni when McKenna was at OHSP and Baroni was at the Port Authority. McKenna said that OHSP had projects that involved the Port Authority, including a project regarding Liberty State Park that McKenna asked the Port Authority, and Baroni in particular, to set aside money for, which McKenna believes that the Port Authority did. McKenna said that there was always tension between New Jersey and New York within the Port Authority regarding which side received credit for a particular project. With respect to their professional relationship, McKenna recalled a couple of instances when Baroni called him on a weekend in connection with business matters—e.g., a security breach at the Port Authority or a plane landing without landing gear.

D. **IGA**

McKenna commented that the Office’s Legislative and Intergovernmental Affairs (“IGA”) unit’s purpose was to interface with State legislators, locally elected officials, and municipalities, and to be responsive to them. McKenna was not aware of any changes within IGA during election season. McKenna did not frequently interact with IGA. Occasionally, Stepien asked McKenna to meet with certain constituency groups; Kelly asked the same of McKenna once or twice.

With respect to McKenna’s interactions with Kelly, McKenna mainly saw her at senior staff meetings. At those meetings, if someone from the Office was scheduled to visit a certain mayor or town that week, Kelly would provide information about the Office’s relationship with mayors. McKenna did not have a social relationship with Stepien, Kelly, or Baroni.

E. **“Front Office”**

McKenna understood the term “front office” to mean the senior staff, the Deputy Chief of Staff of IGA, and Deputy Chief of Staff (Lou Goetting). McKenna added that it could also include Egea and Paul Matey, Deputy Chief Counsel, but whether they were “front office” was more amorphous and depended on the context. McKenna did not consider David Cohen or then-Senior Policy Advisor Amy Cradic as part of the “front office.” McKenna said that someone might assume that an action had “front office approval” if the approval came from the Deputy Chief of Staff for Policy and Planning (at the relevant time,
Deborah Gramiccioni). If someone said “front office approval,” one might assume that to mean an Office-approved action.

F. Interactions with the Governor’s Campaign

McKenna’s only interaction with the Governor’s reelection campaign was in connection with coordinating scheduling. McKenna and O’Dowd were very focused on maintaining the separation between the Office and the campaign. McKenna made it clear in the Office that this separation was something everyone should be aware of and take seriously.

II. Chronology of the George Washington Bridge Events

A. Spring 2013

McKenna was not aware of any efforts to seek Fort Lee Mayor Mark Sokolich’s endorsement of the Governor in the spring of 2013. McKenna did not know who Mayor Sokolich was at the time. In fact, the first time that McKenna recalled hearing Mayor Sokolich’s name was at the Governor’s December 13, 2013 press conference.

In the spring of 2013, McKenna was probably generally aware of efforts to secure endorsements for the Governor because he knew that local elected officials were endorsing the Governor around then, and that Stepien was working to that end.

B. August 2013

McKenna had no knowledge of any discussions between Kelly and Wildstein in August 2013 about Fort Lee traffic issues or “traffic problems.”

C. September 9–13, 2013 – GWB Lane Realignment

Prior to and during the week of the lane realignment (September 9–13, 2013), McKenna had no knowledge of the lane realignment. Had McKenna known about the lane realignment at the time, he probably would have done something to stop it, not for the reasons described in Port Authority Executive Director Patrick Foye’s September 13, 2013 email, but because traffic jams were simply not good for the Governor. At some point between September and October 2013, there was a major traffic jam on the Garden State Parkway because a contractor was late in completing a project on the highway, which forced certain lanes to remain closed for several hours longer than expected during the morning rush. The traffic jam was reported in the press and when McKenna learned about it, he called New Jersey Department of Transportation (“DOT”) Commissioner Jim Simpson that day, asked Simpson what was going on, and emphasized that people were going to be very unhappy with the Governor if they were sitting in traffic. Because traffic jams on State-
owned roads were usually blamed on the Governor, this was something that McKenna would have wanted to avoid, especially in the months leading up to the election.

McKenna was asked about a public 9/11 Memorial event that the Governor attended the week of the lane realignment. McKenna did not attend the event, but explained that, every year, the Administration provided free ferry service to families attending this event. McKenna met the Governor and his wife that morning at the ferry station to see them off.

McKenna learned about the fire on the boardwalk in Seaside that began on September 12, 2013 that day. McKenna was not involved in the Governor’s decision to go to Seaside in response to the fire.¹

D. September 17, 2013 Wall Street Journal Article

On or around September 13, 2013, McKenna went on a trip to Bosnia, and returned the following Friday, September 20, 2013. On Saturday, September 21, 2013, McKenna went to the senior staff retreat. McKenna had no recollection of discussing the lane realignment at the retreat. It was unlikely that he learned about Foye’s September 13, 2013 email when it was first reported in the Wall Street Journal on September 17, 2013, and McKenna did not recall learning about it then. McKenna did not have a subscription to the Wall Street Journal at the time, so he would only have learned about the September 17, 2013 article when it was re-reported in New Jersey-based newspapers and/or circulated in the Office’s press clips.

E. October 1, 2013 Wall Street Journal Article

McKenna thought that he likely learned of the October 1, 2013 Wall Street Journal article, which included a copy of Foye’s September 13, 2013 email, sometime after its initial publication. McKenna possibly saw a press clipping about the article, but, even if he had, he would not have given the article much thought because he would have viewed Foye’s email as part of the internal, Port Authority sniping between the New York side on the one hand, and New Jersey on the other. McKenna did not recall ever reading Foye’s email. This email was not on his radar until Foye’s December 9, 2013 testimony before the Wisniewski committee, which was also around when McKenna first recalled seeing a picture of Foye. McKenna did not recall any discussions within the Office regarding the Foye email and/or the October 1 Wall Street Journal article around the time of the article’s publication.

¹ Separately, McKenna was asked about a communication during the week of the lane realignment—specifically, a September 12, 2013 email McKenna received from Egea. McKenna believed this email referred to an issue about trains flooding around that time.
F. October 7, 2013 – Port Authority Committee Meeting

Regarding State Senator Loretta Weinberg’s request to testify at a Port Authority committee meeting, McKenna recalled Philip Kwon or possibly Baroni—McKenna did not have a clear recollection of who—calling McKenna and informing him that Senator Weinberg wanted to attend a Port Authority meeting. McKenna did not recall what Senator Weinberg wanted to discuss at the meeting in part because she had a lot of complaints that she wanted to voice before the Port Authority. Regardless, McKenna said that the Port Authority should allow Senator Weinberg to appear at the meeting, which was not otherwise open to the public.

G. October 16, 2013 – Port Authority Committee Meeting

McKenna’s attention was directed to an October 16, 2013 email from Egea to O’Dowd, McKenna, and Drewniak. McKenna generally recalled this email and that Egea was reporting back about a Port Authority meeting that Senator Weinberg had attended that day. McKenna said that Egea and/or Crifo were generally responsible for interfacing with the Port Authority on behalf of the Governor’s Office.

McKenna added that Senator Weinberg—who was the Democratic candidate for Lieutenant Governor in the 2009 New Jersey gubernatorial election—always said negative things about the Administration, and, as such, McKenna did not generally view her criticisms of the Administration as credible.

H. November 2013 – Awareness of Traffic Study as Reason for Lane Realignment & Wisniewski Committee’s Request

McKenna became aware of the lane realignment over time, primarily through press clippings. Once aware, McKenna did not think that the lane realignment was significant, as it was something that had already occurred and because traffic at the Bridge was a regular occurrence. McKenna did not focus on the lane realignment until the Wisniewski committee asked members of the Port Authority to testify about it.

McKenna recalled a request from the Wisniewski committee for certain Port Authority individuals’ testimony. In particular, McKenna thought testimony was requested from Baroni, Wildstein, and Kwon. McKenna thought he was aware of the request around the time that it was made to the Port Authority. Kwon called McKenna to discuss this request and explained that the Port Authority was thinking of sending Baroni to testify, which McKenna said was fine.

McKenna did not specifically recall when he first heard that the lane realignment was a traffic study, but said that, by this time, he had heard of this explanation. His general recollection was that he first heard this explanation around when the allegations of political
retaliation surfaced in the newspapers and, in response, the Port Authority had publicly asserted that the lane realignment was simply a traffic study.

At the time, it seemed perfectly plausible to McKenna that the lane realignment was a traffic study. McKenna traveled across the Bridge all the time and had learned long ago from a former FBI agent that he could take a short cut and avoid the traffic on I-80/95 if he entered the Bridge through Fort Lee and drove through the Fort Lee access lanes. McKenna noted that none of the other bridges or tunnels along the Hudson River had any lanes that were specifically designated for local access. Thus, when McKenna first heard that the lane realignment was a traffic study, his initial reaction was that, although he would lose the short cut he used, the study sounded like an appropriate thing to do. McKenna also commented that he thought such a study was something that would likely not have been brought to his attention beforehand because it was operational, and, as such, it was not a matter with which McKenna would have dealt.

McKenna probably informed the Governor that Baroni would be testifying, but did not specifically recall doing so.

I. November 25, 2013 – Baroni’s Testimony

McKenna’s first recollection of talking to someone about the lane realignment as a traffic study was when he talked to Baroni shortly before Baroni testified before the Wisniewski committee on November 25, 2013. In particular, McKenna recalled that he, Egea, and/or Crifo were in Egea’s office when they spoke to Baroni and possibly Kwon on the phone shortly before Baroni’s testimony. During that call, Baroni relayed that he would testify that the lane realignment was a legitimate traffic study and briefly described the study and related charts. Baroni also recited parts of his prepared testimony to McKenna, including that traffic from I-80/95 moved quicker through the last quarter mile to the Bridge toll booths as a result of the lane realignment. That Baroni had actual results from the traffic study further reinforced in McKenna’s mind that the realignment was a legitimate traffic study. Baroni also explained that the public was not informed of the study beforehand because that would skew the results. During their conversation, McKenna gave Baroni two pieces of advice in connection with Baroni’s upcoming testimony: (1) to not be combative with the Wisniewski committee, and (2) to apologize to the people of Fort Lee who were stuck in traffic, regardless of whether the lane realignment was right or wrong.

When Baroni said that the realignment was a traffic study, McKenna—who did not know how to conduct a traffic study and did not know whether the Port Authority had taken any preliminary measures in connection with the Fort Lee lane realignment—assumed that the Port Authority knew what it was doing.

McKenna did not receive, and did not know if anyone else in the Office received, a copy of Baroni’s testimony in advance of the hearing. On November 25, 2013, McKenna
listened to the testimony on his computer, but had it on in the background. After the testimony, McKenna spoke to Kwon. During that conversation, McKenna told Kwon that he thought that Baroni’s testimony was OK, but that Baroni had been too combative. In addition, McKenna told Kwon that there were times when Baroni’s testimony was muddled, and that McKenna did not like the use of the term “lanes”; McKenna would have preferred the term “tollbooths,” which he thought was more accurate.

McKenna also may have spoken to Baroni after his testimony and told Baroni that he did OK. McKenna did not speak to Wildstein about Baroni’s testimony.

After the November 25, 2013 testimony, McKenna thought that people would realize that the lane realignment was just a traffic study and move on.

J. December 2, 2013 – Press Conference and Governor’s Nomination of New Attorney General

Even before September 2013, unrelated to the lane realignment, McKenna knew that Baroni and Wildstein would be relieved of their positions at the end of the Governor’s first term. McKenna said that Baroni did not know about this decision in advance and felt bad that Baroni did not see it coming; McKenna was not sure if Wildstein knew in advance. McKenna explained that, from the Governor’s perspective, Baroni had been in his position for four years, which was long enough. Moreover, Samson, as Chairman of the Port Authority, should not be involved in day-to-day issues, but was forced to intercede more than typical on various issues during Baroni’s tenure. As such, at the December 2, 2013 press conference, when the Governor announced that Cradic would replace Gramiccioni as Deputy Chief of Staff for Policy, McKenna understood that to mean that Gramiccioni would eventually assume Baroni’s position at the Port Authority.

McKenna did not prepare the Governor for the December 2, 2013 press conference. McKenna noted that the Governor generally did not need a lot of preparation.

At that press conference, the Governor made the “moving the cones” comment in response to a question about the lane realignment. McKenna did not anticipate there would be questions about the lane realignment at this press conference. McKenna said that, had the Governor had even an inkling that there was anything in fact nefarious about the lane realignment, that he would never have made that comment.

When asked about a December 2, 2013 calendar entry for a daily briefing that morning between McKenna and the Governor, McKenna said that his meetings with the Governor usually did not occur at their scheduled time. McKenna believed that this meeting would have occurred after the press conference, which began around 11:00 a.m. On or around December 2, 2013, McKenna believed he may have told the Governor that Foye had been subpoenaed, and that, according to a conversation between McKenna and Kwon around
that time, the Port Authority viewed the subpoena as beyond the realm of what the Wisniewski committee had the authority to do. McKenna told the Governor that Kwon and others at the Port Authority wanted the committee to withdraw its subpoena and allow Foye to testify voluntarily.

K. December 4–5, 2013

On or around December 4, 2013—shortly before McKenna met with Wildstein to ask for his resignation—McKenna recalled a conversation he had with Drewniak. At the time, McKenna understood that Drewniak knew that Wildstein would be asked to resign. During their conversation, Drewniak said that he was scheduled to have dinner with Wildstein around that time, and asked McKenna what, if anything, Drewniak should say to Wildstein. McKenna said that Drewniak could foreshadow what was coming, and commented that Drewniak knew Wildstein well and could say what he wanted to.

McKenna did not recall hearing from Drewniak that Wildstein had told Drewniak that others outside of the Port Authority knew about the lane realignment. McKenna did recall hearing at some point that Kelly might have known about the lane realignment, but McKenna assumed that what she knew was that the lane realignment was for a traffic study.

L. December 6, 2013 – Meeting with Wildstein About His Resignation

On Friday, December 6, 2013, at the Governor’s instruction, McKenna met with and, subsequently, accepted Wildstein’s resignation, effective at the end of the year. The Governor had explained to McKenna that Wildstein was in the middle of a bad set of circumstances, and that, unrelated to the Bridge events, it had already been decided that Wildstein would be asked to step down at the end of the year anyway.

In particular, McKenna scheduled a meeting with Wildstein at the Governor’s Newark office for 10:00 a.m. on December 6, 2013. At the beginning of the meeting, McKenna told Wildstein that he must have realized where this was going, and Wildstein said that he did and understood that he was in the middle of what had become a big distraction for the Office. At the meeting, Wildstein said that “this” was my idea, which McKenna assumed meant the traffic study, which was reinforced when McKenna subsequently heard Foye’s testimony. At the meeting, Wildstein also expressed concern about his reputation. Wildstein said that he wanted to talk to his kids, Stepien, and Michael DuHaime before he resigned. McKenna did not know why Wildstein wanted to talk to Stepien and/or DuHaime. McKenna responded that he did not care who Wildstein spoke to, just that he received Wildstein’s resignation by 2:00 p.m. that afternoon. Wildstein asked if his resignation could be effective as of January 1, 2014, rather than December 31, 2013, for health benefit reasons, and McKenna agreed. In addition, Wildstein expressed his concern to McKenna about Foye’s upcoming testimony, and said that he was worried that Foye, in his testimony, would say bad things about Wildstein, including with respect to an internal harassment complaint that had
been lodged against Wildstein at the Port Authority. Wildstein told McKenna that the complaint had been trumped up. McKenna, who had not previously heard about this complaint, told Wildstein that he did not know what Foye was going to testify about, but that Foye would probably stick to matters regarding the Bridge events. Before the meeting ended, McKenna gave Wildstein his number in case Wildstein wanted to call him.

Around this time, because Baroni and Wildstein were in the process of being removed, McKenna interacted more with Samson and continued to communicate with Kwon. McKenna recalled that either Samson or Kwon called him when he was with Wildstein, during which call McKenna asked Samson or Kwon about the harassment complaint against Wildstein, to which Samson or Kwon responded that there was an internal investigation of the allegation, but that it appeared likely to be resolved without further consequences to Wildstein. McKenna then relayed this to Wildstein.

McKenna spoke to Drewniak a couple of times on December 6, 2013, seeking updates on the status of Wildstein’s resignation letter because Drewniak was tasked with ensuring that Wildstein submitted his resignation letter that afternoon. As the 2:00 p.m. deadline approached, McKenna became concerned that Wildstein was not going to voluntarily resign. That afternoon, McKenna reiterated to Drewniak that if Wildstein did not submit his resignation soon, he would just be fired. Drewniak assured McKenna that Wildstein would submit his resignation letter that afternoon, which Wildstein eventually did. In addition, Stepien called McKenna that day and asked why he had a missed call from Wildstein. McKenna told Stepien that Wildstein wanted to talk to him before Wildstein submitted his resignation.

When asked if it was the Governor’s Office’s—as opposed to the Port Authority’s—role to remove Wildstein, McKenna explained that Baroni would have likely been the one at the Port Authority to secure Wildstein’s resignation, but that was not realistic because Baroni was also going to be asked to resign around the same time. Moreover, the Governor’s Office was not in a position to ask Foye to fire Wildstein. As such, just as it was always understood that the Governor’s Office would ask Baroni for his resignation, as Baroni had been appointed by the Governor, it seemed logical for the Office to also ask Baroni’s direct subordinate for his resignation.

Regarding Baroni’s resignation, it was still understood at this time that Baroni would not leave the Port Authority immediately and that there would be some overlap between him and Gramiccioni at the Port Authority to facilitate a smooth transition between them. Around this time, McKenna and Gramiccioni discussed whether Baroni knew he would be replaced at the end of the year. During that conversation, Gramiccioni said she had heard rumors that Kelly knew about the lane realignment, which McKenna understood to mean that Kelly had contemporaneous knowledge of the lane realignment. At the time, this did not surprise McKenna because he assumed that what Kelly knew about the lane realignment was
from complaints that IGA had received at the time about it. McKenna did not recall learning of rumors that there were emails reflecting Kelly’s knowledge of the lane realignment. McKenna also did not recall hearing any rumors that Stepien was also implicated in the same rumor, but added that it was his understanding that Kelly and Stepien spoke all the time, and that they spoke on the phone a lot.

McKenna believed that he probably told O’Dowd, who was on vacation at the time, about his meeting with Wildstein and that it went well.

M. December 9, 2013 – Wisniewski Committee Hearing

McKenna listened to the December 9, 2013 Wisniewski committee hearing, which he had on in the background. During the hearing, McKenna recalled that Foye explained that he was outraged in part because he had not been informed of the lane realignment either before or during the period of the lane realignment (September 9–13, 2013). When McKenna heard that, he realized for the first time that the lane realignment was a much bigger botch from a communications point of view than he had previously thought. Before Foye’s testimony, McKenna understood that there were external communication failures insofar as no one outside of the Port Authority had been informed in advance of the realignment, but Foye’s testimony was the first time that McKenna realized that there was also an internal communications failure within the Port Authority. McKenna added that while he was surprised to learn this, he was not shocked by this internal communications failure because it was in line with the historical tension between the New York and New Jersey factions within the Port Authority.

McKenna recalled that there were two other witnesses who testified before the Wisniewski committee on December 9, 2013, and that they talked about traffic studies and how they were generally conducted. Through their testimony, McKenna learned a bit more about the Fort Lee traffic study in particular, including that it did not follow certain protocols. In addition, McKenna recalled someone testifying that Wildstein had approached that witness two years earlier about a traffic study, which reinforced to McKenna that the lane realignment was a study and not part of any political retaliation scheme against Mayor Sokolich. McKenna said that it did not make sense that the realignment somehow harmed Fort Lee and/or Mayor Sokolich because all the Mayor had to do in that situation was point to the Governor and the Port Authority and blame them for the traffic. In other words, as between the Mayor and the Governor, the only one who could be hurt by the lane realignment was the Governor.
N. December 12, 2013

1. Meeting with Constable About His Second Term Plans

McKenna was involved in conversations with Constable and O’Dowd about Constable’s plans for the second term, but did not specifically recall when these conversations occurred other than that they were sometime after December 11, 2013.

2. Meeting with Baroni About His Resignation

On or around December 12, 2013, either the Governor or O’Dowd told McKenna that Baroni had to resign, effective the next day. Accordingly, that afternoon, O’Dowd and McKenna traveled (in separate cars) to the Governor’s office in Newark, where they were scheduled to meet with Baroni to ask for his resignation. McKenna recalled emailing a friend who he was going to meet in New York City that night to say he was coming from Newark. The friend responded, “great, don’t get caught in traffic in Fort Lee,” to which McKenna jokingly replied the “Bridge-gate” story was getting blown out of proportion and that the Fort Lee shortcut he used all the time was the real “scam,” which was how an FBI agent once described it to McKenna.

At the meeting with Baroni, O’Dowd took the lead and explained that the lane realignment had become too big of a distraction, and that Baroni had to resign. Baroni reminded them that he is a lawyer and a constitutional law professor, that he would not have lied to the Wisniewski committee, and that everything he had said and testified to was true, again reinforcing in McKenna’s mind that the lane realignment was, in fact, a traffic study. In connection with Baroni’s concern about his future and how he would make a living, the possibility of Baroni temporarily working for DuHaime was mentioned.

3. Meeting with Wildstein About His Resignation

After his meeting with Baroni, McKenna briefly met with Wildstein and told him that his resignation would be effective the next day, December 13, 2013, as opposed to January 1, 2014, as initially planned. During that meeting, Wildstein told McKenna that he had hired a lawyer, Alan Zegas, who Wildstein knew because their kids had gone to pre-school together. After this meeting, McKenna spoke briefly to Samson on the phone and told him that everything went okay. McKenna spoke to Samson throughout the day to keep him informed of the status of Baroni’s and Wildstein’s resignations.
O. December 13, 2013

1. Pre-Senior Staff Meeting

On December 13, 2013, early that morning, McKenna spoke to Baroni, who wanted to know if he would be receiving a severance and/or indemnification package. Thereafter, McKenna said that the Governor stopped by his office, at which point McKenna relayed the substance of his conversation with Baroni. The Governor told McKenna that Baroni should get whatever he is entitled to pursuant to the Port Authority’s policy, and that this was not something that the Governor’s Office had any say over.

2. Senior Staff Meeting

McKenna learned about the December 13, 2013 senior staff meeting approximately five minutes before it happened. McKenna did not recall anyone asking him before the meeting to find out if anyone had any knowledge of the lane realignment before or at the time it occurred. McKenna learned about the Governor’s upcoming press conference that day either during the senior staff meeting or shortly before it.

McKenna described that senior staff meeting. McKenna thought that everyone on senior staff was present, and that Drewniak may have also been there. McKenna said that the Governor was more agitated when he entered the room than McKenna had ever seen the Governor before. McKenna and O’Dowd sat on either side of the Governor at the conference table. At the meeting, the Governor spoke in a rough tone and began by explaining that, since the election, there were too many people in the room who had not been working hard enough and had not been addressing issues as they arose. The Governor said that he did not want to play defense. The Governor then specifically mentioned the lane realignment, and explained that, after the meeting, he was going to have to go in front of the press and get beaten up by them over the situation. The Governor said that this press conference was the last time that he wanted to deal with the Fort Lee story, so if anyone knew anything about the lane realignment, they had to come forward now. McKenna said that he would be surprised if anyone walked out of the meeting thinking that it was a normal meeting. McKenna said there was absolutely no ambiguity in the Governor’s message. The Governor made clear that if anything came out at a later date that someone in the Office knew about the lane realignment, but did not say so before the press conference, there would be no opportunity to resign, and the employee would be fired on the spot. The Governor ended the meeting by saying that if anyone knew anything, they should talk to McKenna.

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2 When asked about a December 13, 2013 text message McKenna sent O’Dowd after McKenna’s conversation with Baroni earlier that morning, McKenna pointed out a typo therein. Where it read, “I see where gov had pity on 11 am presser,” McKenna meant to say, in sum or in substance, “I see gov has set up 11 am presser.”
and/or O’Dowd before the press conference; the Governor may have also said that people could come to him directly. McKenna did not recall the Governor looking around the table at each person because McKenna kept his head down for most of the meeting.

McKenna agreed that it was obvious from the Governor’s tone at the meeting that the Governor did not have any reason to believe that there was anything nefarious about the lane realignment, and that, had the Governor known anything, he would not have made the cone statement on December 2, 2013, would not have first convened this senior staff meeting when he did, and would not have held the December 13, 2013 press conference.

After the meeting, McKenna spoke to Egea, which he thought may have been per the Governor’s request at the end of the meeting, as McKenna did not believe he would have gone to Egea without being directed to do so. McKenna had a good relationship with Egea and thought that if she knew anything about the lane realignment, she would have already told him. Nevertheless, McKenna went to Egea’s office and asked if she knew anything about it, and whether she had any information about it, including any emails/texts/etc. Egea said no. After that, McKenna returned to his office. McKenna did not recall anyone coming to see him before the press conference.

At the time, McKenna knew that O’Dowd spoke to Kelly after the senior staff meeting. McKenna did not recall the details of the conversation between Kelly and O’Dowd, but probably asked O’Dowd if he learned anything from Kelly, and O’Dowd said no.

McKenna recalled that the Governor told him and O’Dowd that the Governor wanted Stepien at the press conference because the Governor wanted Stepien to see what he had to go through. McKenna said this was because Stepien was friendly with Wildstein, who brought about this whole mess.

3. Post-Press Conference

McKenna walked away from the press conference with the understanding that no one had come forward with information that changed the playing field.

P. December 15, 2013

McKenna’s attention was directed to a December 15, 2013 email he received from Samson, forwarding an email from Foye to the Port Authority Board of Commissioners about public reports of Wildstein’s purchase of domain names. McKenna understood Samson’s email as a means of informing McKenna of this bizarre behavior. McKenna also found Foye’s email itself to be odd, as Foye’s reaction seemed to be over the top. McKenna viewed Foye’s September 13, 2013 and December 15, 2013 emails as odd given that, despite Foye’s professed outrage, Foye never confronted the Port Authority employees directly, and
McKenna believed that Foye did not direct the Port Authority’s Inspector General to look into the alleged conduct until long after the fact.

Q. **End of December 2013**

On or around December 22, 2013, Wildstein’s lawyer, Zegas, called McKenna. On the call, Zegas explained that he had to make a document production the next day on behalf of his client, and wanted to challenge the scope of the document request. In response, McKenna told Zegas that Wildstein should produce any documents responsive to the request, to which Zegas said that there might be some embarrassing information in the production. McKenna then asked what Zegas was referring to, but Zegas said he did not know because he had not yet seen the documents and was just relaying what his client had told him. Before the conversation ended, McKenna asked Zegas to send him a copy of the production once it was submitted.

McKenna thought that he subsequently relayed the substance of this conversation to the Governor, including that McKenna told Zegas that he should produce any documents responsive to Wildstein’s subpoena. McKenna said that the Governor agreed with that assessment.

After the December 23, 2013 production deadline, McKenna called Zegas to follow up on McKenna’s request for a copy of the production. Zegas never returned his calls.

R. **January 8–10, 2014**

On the morning of January 8, 2014, O’Dowd came by McKenna’s office and told McKenna to look at a story in *The Record* that had just published Kelly’s “traffic problems” email. McKenna was saddened and shocked by this news—he felt really sad that Kelly would write an email like that, which, on its face, seemed nefarious. McKenna elaborated that even if Kelly was just referencing an otherwise legitimate traffic study and had known about it in advance, she should not have phrased the email the way that she did.

Shortly after McKenna read the story in *The Record*, Matey came to McKenna’s office to tell McKenna that his name appeared in two of the released documents. One document was a text from Wildstein to Baroni stating that McKenna thought that Baroni did a “great” job at the November 25, 2013 hearing. There were at least two things that bothered McKenna about this text: (1) McKenna never talked to Wildstein about Baroni’s testimony; and (2) McKenna never described Baroni’s testimony as “great.” The second document was an email from Drewniak to Wildstein, referencing McKenna’s “itchiness,” which McKenna explained referred to his frustration on December 6, 2013, in connection with obtaining Wildstein’s resignation statement. McKenna added that Drewniak did not consult him on Wildstein’s resignation statement, which was not unusual because Drewniak only ran such statements by McKenna if he needed to confirm the accuracy of a statement, which was not
an issue here. After speaking to Matey, McKenna asked O’Dowd if the Governor had been informed of the article and released documents, and was told that Comella had informed the Governor.

McKenna did not attend the January 8, 2014 meeting at Drumthwacket. On January 9, 2014, McKenna left for vacation. January 10, 2014 was McKenna’s last official day as Chief Counsel.

III. Superstorm Sandy Aid Allegations

McKenna had never heard anyone in the Administration ever suggest withholding Superstorm Sandy aid for political reasons or conditioning such aid on private development issues.

McKenna did not recall ever meeting Mayor Zimmer and he did not have any dealings with her. As for his involvement with Sandy, McKenna tried to sit in on the Office’s weekly Sandy meetings when he could. Attending these meetings were primarily senior staff members, as well as some non-senior staff employees, including Terrance Brody, the Deputy Executive Director of the Governor’s Office of Recovery and Rebuilding and Jim Leonard from Treasury. In addition, individuals from outside of the Office would attend these Sandy meetings, including, almost always, DEP Commissioner Bob Martin, DCA Commissioner Richard Constable, and Banking and Insurance Commissioner Kenneth Kobylowski. Department of Human Services Commissioner Jennifer Velez, a representative from the Department of Children and Families, and Chris Porrino in connection with eminent domain issues, occasionally attended these meetings. If the meeting’s agenda involved a DOT issue, Simpson might attend. O’Dowd, Gramiccioni, and GORR Executive Director Marc Ferzan came up with the agenda for these meetings. McKenna did not recall any discussions in any of the meetings that Sandy aid should be contingent upon local elected officials’ support for the Governor’s political agenda or any particular development projects.

McKenna gathered from the Sandy meetings that Mayor Zimmer was not necessarily the easiest person to deal with. McKenna understood that there was some redevelopment project in Hoboken that Zimmer was on the fence about. McKenna did not have any recollection of that issue ever coming up in the weekly Sandy meetings.

Someone once asked McKenna for a suggestion on where to make a private donation in response to Sandy. McKenna referred that individual to the Hoboken University Medical Center.
IV. Jersey City Mayor Steven Fulop

McKenna was not aware of a cabinet day that had been scheduled for Jersey City Mayor Steven Fulop and was not aware of any cancelled meetings between Mayor Fulop and the Administration.

In or around December 2013, McKenna recalled hearing about an upcoming meeting about overtime issues in connection with the closing of the Pulaski Skyway, which he thought Simpson and DOT’s Public Safety Director should attend. McKenna reached out to Simpson to inform him of this meeting, which Simpson then attended.

In or around January 2014, when Mayor Fulop made allegations against the Governor’s Office, Simpson called McKenna and said that he (Simpson) was emailing with Mayor Fulop at the time and that, based on their email exchanges, there was no suggestion that Mayor Fulop had any issues with the Administration. As such, McKenna viewed Mayor Fulop’s allegations as contrived and suspect.

V. Document Retention Notices

McKenna received the document retention notices and is in compliance with them.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Mekles Interview Memorandum

On February 7, 2014, Vincent Mekles was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Mekles was not represented by counsel during the interview. All information contained herein was provided by Mekles or as indicated. Mekles has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Mekles refrain from discussing the investigation and interview with others. Mekles stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 2004, Mekles graduated from the University of Richmond. He then obtained his juris doctor from Rutgers Law School – Camden. After law school, Mekles clerked for Judge Jane Leveccia for a year. He then worked for Latham & Watkins LLP for four years, in both Newark and New York City.

When Hurricane Sandy hit, Mekles was living Hoboken, New Jersey (he left Hoboken in September 2013), and when the opportunity came for him to work at the Governor’s Office of Rebuilding and Recovery (“GORR”) he took the opportunity to help his community and others. Mekles started at GORR around January 8, 2013.

At GORR, Mekles predominantly works on housing and economic programs, specifically Community Development Block Grant (“CDBG”) funds. In his role, he works with the Department of Community Affairs (“DCA”), which is the main grantee for CDGB funding, as well as the Economic Development Authority (“EDA”), and other grantees.
Mekles oversees the CDBG funds and makes sure those programs make sense from a high level perspective. He is not really involved in the Hazard Mitigation Program funding.

II. Superstorm Sandy Aid Allegations

A. Sandy Aid – Background

On October 16, 2013, the Department of Housing and Urban Development (“HUD”) announced that its second tranche of funding would be $1.463 billion. On November 25, 2013, Mekles attended the mayors meeting to discuss the second tranche. He has reviewed Lisa Ryan’s notes, but he did not write any notes of his own. During the meeting, Mekles did not hear Mayor Zimmer say anything other than what was reflected in Ryan’s notes.

Mekles recalled discussion of the elevation of utilities, changes in flood maps, and Sandy effects on urban areas. He is familiar with these issues because of his residency in Hoboken at the time of the storm. Mekles explained that the National Flood Insurance Program (“NFIP”) calculates floods insurance premiums based on cities’ flood zones on flood maps. Before premiums can be adjusted to account for changes such as flood walls, new maps must be issued by the Federal Emergency Management Agency (“FEMA”). New maps are not often issued, so it is difficult to obtain a change in insurance premiums.

Mekles discussed HUD’s refusal to provide funding for the elevation of utilities, which he knew about from conversations that occurred in or about April and May 2013 with HUD and the DCA. Hoboken had asked for CDBG money for wet flood proofing in residential buildings, the goal of which is minimizing damage when water floods a building (versus dry flood proofing where the goal is keeping water out of a building completely). The elevation of utilities is wet flood proofing, and HUD would not approve funding for such projects in residential structures with CDBG money.

Mekles said that no one ever directed others to tie or suggested tying Sandy aid to endorsements, political parties, private development, or any other factor not related to need for funding and objective criteria. He said that if anyone asked him or others to allocate funds based on inappropriate factors, he would quit his job immediately. Mekles is an Independent, and he said that politics is not a part of his job. His job is about recovery in New Jersey.

After Hurricane Sandy, the Christie Administration set up two programs to assist homeowners directly: (1) Reconstruction, Rehabilitation, Elevation and Mitigation (“RREM”); and (2) the resettlement program. For both programs, allocations were given based on damage to homes, with funds going to people whose homes were damaged most severely. Under the RREM program, grants of up to $150,000 are given to homeowners to rebuild and improve people’s homes. These funds are limited to households with less than
$250,000 in adjusted gross income, and there are many other federal rules and regulations that apply. Under the resettlement program, $10,000 grants are provided to people for use on non-construction-related expenses in exchange for a promissory note or agreement that the homeowner will remain in the impacted community for three years. The goal of the resettlement program is to maintain the communities and avoid loss of families in the cities affected by Sandy. The program only requires satisfaction of a few criteria to obtain the grant, and the applicant must be from one of the nine designated counties hit hardest by Sandy. More than 200 families received the resettlement grant, and checks for this program have already been delivered or are being cut shortly.

Mekles discussed CDBG programs for which municipalities were eligible, including the Essential Services Program, the Zoning and Code Enforcement Program, the Streetscape program, and the Neighborhood and Community Revitalization Program. The Essential Services Program provided funds for essential services to the hardest hit municipalities, including Toms River, Ocean County, and Seabright. About 17 or 18 Essential Services grants were allocated. The Zoning and Code Enforcement Program focused on the needs of the local governments in cities. Streetscape was a $10 million program for low to moderate income households that focused on fixing sidewalks and other public spaces post-Sandy. About $4.7 million has been allocated through Streetscape. Hoboken did not initially apply for this program, but a second round of Streetscape funds is being allocated, and Hoboken applied the second time. Finally, under the Neighborhood and Community Revitalization Program (run by the EDA), large revitalization plans are being made, such as repairs of the seaside boardwalk. The criteria for this program are being developed now, and as of October 2013, Hoboken had not submitted an application.

Mekles said that FEMA has its own homeowners programs, including Social Services Block Grants (“SSBA”) and the Small Business Administration (“SBA”) loans. Mekles said that the SBA program was troubled, and so GORR and the DCA tried to distance the CDBG programs from SBA because people did not want to participate in SBA-oriented programs. The regulations of the SBA program were problematic. About $46 million was disbursed across New Jersey in SBA loans.

Finally, Sandia Laboratories is conducting a study for a microgrid in Hoboken to solve energy problems related to flooding.

B. Sandy Aid – Oversight and Compliance

Mekles discussed the Governor’s Executive Order 125, which was signed by Governor Christie one month after Hurricane Sandy hit. The order requires Sandy oversight, such as compliance officers, the public posting of Sandy-related contracts, and the tracking
of expenditures of all federal reconstruction funds. The comptroller maintains a website, and Mekles coordinates communications about these issues across the state.

Additionally, the Office of the Inspector General (“OIG”) is a federal office that regularly monitors the Sandy aid programs. And HUD monitors the Sandy programs as well. HUD and OIG visit GORR on alternating months to observe how the programs are being run and to provide feedback. The next HUD visit was scheduled to take place on or about February 10, 2014. It is a technical assistance visit.

The reviews from HUD after monitoring visits have been positive. There was only one critique and suggested change. At the time of the visit, CDBG funding was being used to match FEMA money in the match program, and HUD said this was not a CDBG-eligible activity, so the state must use state monies to match FEMA funds. The DCA fixed this issue immediately.

C. The Rockefeller Group

Mekles was present at the March 12, 2013 meeting with the Rockefeller Group and remembered discussions about flooding, but he did not remember details about the meeting.

Mekles said he had heard about the Rockefeller Group previously because he was a resident of Hoboken and he lived in the northern part of the city where the Rockefeller Group owned property.
Go to content

GIBSON DUNN

Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Moore Interview Memorandum

On February 7, 2014, Lauren Moore was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Moore was not represented by counsel during the interview. All information contained herein was provided by Moore or as indicated. Moore has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard *Upjohn* warnings per the Gibson Dunn protocol, and requesting that Moore refrain from discussing the investigation and interview with others. Moore stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1985, Moore graduated from the Richard Stockton College of New Jersey. He has worked for New Jersey under six administrations. Moore started at the New Jersey Commerce Commission and worked there for ten years. Under the Corzine Administration, the Commerce Commission was merged into the New Jersey Economic Development Authority (“EDA”). Moore was part of the EDA for between one-and-a-half to two years. In August 2010, the Christie Administration created the Business Action Center (“BAC”), which is where Moore works currently as the Deputy Executive Director.

A. Role and Responsibilities

Moore said that creating more jobs has been a consistent goal throughout the six administrations that he has experienced. The administrations have done similar things to encourage job creation, including developing relationships with the New Jersey business
community, meet-and-greets between companies and elected officials, tax incentives, financial incentives, energy efficiency initiatives, and advocacy incentives.

Moore explained that every state encourages economic development because jobs create income tax and prosperity for the state. New Jersey currently has Choose: New Jersey, a company that assists with economic development under the Lieutenant Governor. And the BAC was created to elevate the job creation concern by having government executives meet with businesses.

B. The BAC’s Role in Economic Development

When a company is considering work on a project in New Jersey, the company will meet with Moore and his team and discuss the project. Moore’s team will then prepare a written formal incentive proposal and provide it to the company. While the company is reviewing the proposal, the Lieutenant Governor will often reach out to the Chief Executive Officer of the company if time permits to encourage the company to come to New Jersey. Sometimes the Lieutenant Governor meets with the corporate executives of businesses at their location, and other time executives will meet with her in Trenton.

Moore also explained the difference between business development meetings and business missions. Business missions involve reaching out to companies that do not have active expansion or jobs coming in (for example, the ShopRite Open for Business Tour event), whereas the logistical, substantive meetings with Amazon were business development meetings.

II. Superstorm Sandy Aid

A. Interactions with Mayors

Moore said that he does not have much contact with mayors, but he does have some. Primarily, the Governor’s Office of Legislative and Intergovernmental Affairs (“IGA”) works directly with the mayors, and the BAC employees have more contact with the companies and consultants. In some instances, however, when the BAC team is working with a company, the mayor of the municipality where the company is looking to build will be present.

Moore said that he did meet with a mayor when Amazon was looking to create a one million square foot building in New Jersey, and Amazon requested to meet the mayor of the town where the building would be built. Amazon wanted to know they could obtain the approvals that they needed, so it wanted to meet with the mayor to discuss the construction project. In this situation, a meeting with the mayor was arranged, and the mayor brought a team of people to answer Amazon’s questions. Amazon ultimately chose to build its facility in New Jersey instead of Pennsylvania, and that project created 2,500 jobs in New Jersey.
B. ShopRite “Open For Business” Tour Event

Moore was not involved in the ShopRite event at all. He learned what he knows from the news coverage of the event since Mayor Zimmer’s allegations. Moore said that his subordinate, Anthony Szymelewicz, attended the event as the BAC representative.

Moore said that Cathy Scangarella was involved in the scheduling of events like this one, and the timing of the invitation to Mayor Zimmer for the ShopRite event was standard for the set-up of these tours.

III. The Rockefeller Group

Moore said that one of his job responsibilities was being aware of the sites available in the state for companies to use for projects. In the fall of 2013, several companies were looking to bring business into New Jersey, and they wanted to know about available towers that they could occupy. Moore learned that the Rockefeller Group had the Hoboken site available, and so BAC asked the Rockefeller Group for a tour of the site so that it could evaluate the usefulness of the site for the interested companies.

The tour of the Rockefeller Group property occurred on November 13, 2013 (one or two months after Moore learned of the available Rockefeller Group location), and Moore went on the tour with Noel McGuire, also from the BAC. Clark Machemer of the Rockefeller Group conducted the tour of the site with another person whose name Moore could not recall. The only statement Machemer made regarding Hoboken was that the Rockefeller Group was working through the approval process in Hoboken. He did not mention anti-flooding mitigation.

The Lieutenant Governor was not present at the site visit. If the companies ultimately choose the Rockefeller Group site for their project, then Moore will educate her on the project.

Mayor Zimmer also was not present at the site tour because the companies did not ask to meet with her at that time. After Mayor Zimmer made her public allegations against the Lieutenant Governor and others, the companies asked for an introduction to Mayor Zimmer. Moore indicated that it might not be a good idea for that introduction to be made through the BAC at this time, and the companies said they would reach out to Mayor Zimmer on their own.

Moore said that he had not heard of the Rockefeller Group prior to this situation with the companies looking for tower space. He said he is not aware of any relationship between the Lieutenant Governor and the Rockefeller Group people, but he would only know of such a relationship if he was in a meeting with both parties, which has never happened.
On January 23, 2014, David Morris was interviewed by Randy M. Mastro, Reed Brodsky, Rachel Brook, and Alyssa Kuhn of Gibson Dunn. Morris was not represented by counsel during the interview. All information contained herein was provided by Morris or as indicated. Morris has not read or reviewed this memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Morris refrain from discussing the investigation and interview with others. Morris stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. **Background**

In 2010, Morris graduated from Rutgers School of Law-Camden. Morris was an associate at the law firm Pepper Hamilton, when his former professor, Kim Ferzan, called Morris, asked if he was still interested in policy work, and explained that her husband, Marc Ferzan, had accepted a position as Executive Director of the Governor’s Office of Recovery and Rebuilding (“GORR”) to help administer Sandy relief across the State of New Jersey. Morris interviewed with Marc Ferzan and joined GORR as a Special Advisor.

No one asked Morris about his political affiliation when he joined GORR. Morris is an Independent, though recalled voting in a Democratic primary election.
II. Superstorm Sandy Aid

A. GORR

Morris stated that GORR has never based Sandy aid decisions on politics and that Sandy aid is not tied to real estate development. Morris recalled that he had been to approximately four Sandy relief weekly meetings with Governor Christie. The Rockefeller Group’s development project never came up during those meetings. Morris stated that Governor Christie has never brought up politics, party affiliation, endorsements, or private development initiatives when discussing Sandy relief. Morris stated that the Governor makes policy decisions regarding Sandy relief on the merits. Morris stated that he has never seen anything calling into question the integrity of the process of administering Sandy aid.

Morris explained at length GORR’s role in administering Sandy relief and the Sandy relief programs and funds, including FEMA’s Hazard Mitigation Grant Program (“HMGP”) funds, Community Development Block Grant – Disaster Recovery (“CDBG-DR”) funds, and the Rebuild by Design (“RBD”) competition.

B. FEMA’s Hazard Mitigation Grant Program

Morris explained that New Jersey received FEMA HMGP funds based on a percentage of New Jersey’s total public assistance following Superstorm Sandy. The HMGP funds were a discretionary pot of money, though subject to federal guidelines and regulations. Morris explained that Governor Christie created a working group structure to determine how to allocate the HMGP funds. Governor Christie, GORR, Counsel’s Office, and the Policy Office met with relevant agency and department officials and created six HMGP programs. Morris stated that Governor Christie approved each program. New Jersey’s Office of Emergency Management (“OEM”) received Letters of Intent (“LOI”) from municipalities, counties, and entities and helped administer the HMPG funds. Morris explained that OEM received over 500 LOIs requesting over $14 billion. New Jersey received approximately $300 million in HMPG funds. During the interview, Morris explained in more detail each of the HMPG programs, and the objective criteria involved in administering the HMPG funds.

C. HUD and CDBG-DR Funds

Morris explained that the CDBG-DR funds came from the first tranche of HUD funding. Morris explained that GORR was in the process of submitting an Action Plan regarding how to spend the second tranche of HUD funds, which was announced in November 2013. Morris mentioned that GORR was considering accepting applications from municipalities for flood restricting measures with the second tranche of HUD funding.
Morris recalled that Hoboken applied to the CDBG-DR Planning Program and received $200,000. During the interview, Morris explained in more detail the CDBG-DR programs.

D. Rebuild by Design Competition

Morris also explained in detail the RBD competition. Morris stated that Mayor Zimmer is highly involved in the RBD competition because Hoboken is one of the pilot projects and finalists in the competition. In addition, Mayor Zimmer was a member of the Presidential Task Force that recommended RBD. Morris stated that GORR has had meetings with Mayor Zimmer and OMA, the architecture firm working on Hoboken’s RBD design, and that Mayor Zimmer has expressed her support of RBD on many occasions. For example, Mayor Zimmer has posted comments directly on OMA’s website and voiced her support during meetings.

Morris stated that he learned of the Rockefeller Group through the RBD competition. Morris stated that HUD informed him that public-private partnerships were critical to the competition. The Rockefeller Group was on a list of private development companies that were interested in participating in the competition. Morris stated that he knew that Lori Grifa represented the Rockefeller Group, and that she could provide contact information for the Rockefeller Group, but stated that he was not aware that Wolff & Samson represented the Rockefeller Group until Mayor Zimmer went public with her allegations and the law firm was in the news. Morris explained that GORR provided contact information for a few development companies, including the Rockefeller Group, to those participating in the RBD competition.

Morris stated that he thought Mayor Zimmer’s comments on Anderson Cooper regarding the RBD competition were particularly telling. Morris said that he thought Mayor Zimmer was playing hardball to get RBD funds.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Captain Mottley Interview Memorandum

On February 4, 2014, Captain Jeff Mottley was interviewed by Avi Weitzman and Christian Hudson of Gibson Dunn. Captain Mottley was not represented by counsel during the interview. All information contained herein was provided by Captain Mottley or as indicated. Captain Mottley has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Captain Mottley refrain from discussing the investigation and interview with others. Captain Mottley stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Captain Mottley said that he serves in the New Jersey State Police, and is the Executive Officer of the New Jersey Emergency Management Section (also known as the Office of Emergency Management, or “OEM”). The organization above his division is the State Police command; his position is within the Homeland Security branch. Prior to his current position, Captain Mottley was the Assistant Bureau Chief in the Recovery Bureau. He said that he is also the State Coordinating Officer for Superstorm Sandy relief. He was promoted to the Executive Office in October or November 2013.

II. Superstorm Sandy Aid

In his role as State Coordinating Officer, Captain Mottley said that he interacts on a daily basis with FEMA for the oversight of public assistance and mitigation programs. With the creation of the Governor’s Office of Recovery and Rebuilding (“GORR”), he said that he
has units that work for him as program managers for public assistance and mitigation, along with an individual assistance program.

Captain Mottley explained that, for public assistance programs, OEM only assists in the development of projects with municipalities; it is incumbent upon the municipalities to devise their own projects. FEMA must approve the projects. Once approval is obtained and monies are obligated to the state, the state is merely a conduit for the money from FEMA to eligible applicants. Captain Mottley added that the state has no discretion over the approval process and Captain Mottley is not involved in any of FEMA’s decision-making; only FEMA makes the determination on whether a project is to be funded.

When asked if, at any point in time when acting on behalf of a municipal applicant for post-Sandy relief aid, there was any delay or attempt by the OEM undermine or delay an application due to politics or failure to endorse the Governor, or unless a municipality approves a particular development project, Captain Mottley replied “absolutely not.” He added that “politics doesn’t play any role at all.”

Captain Mottley has worked with Commissioner Richard Constable of the New Jersey Department of Community Affairs on a few occasions, mostly dealing with individual assistance (such as identifying housing options for displaced people). He recalled being at a panel in the State House with various mayors from the state. He has also met the Lieutenant Governor once, at the Joint Field Office dealing with recovery options for Seabright with the town’s mayor. He has worked extensively with Executive Director of GORR Marc Ferzan.

When asked if, in any of his interactions with the three individuals above, Captain Mottley had ever heard any of the above make inappropriate comments about post-Sandy relief aid that suggested they would withhold or delay relief aid in exchange for development projects, endorsements, or any other unusual reason, Captain Mottley replied “absolutely not.” Similarly, Captain Mottley had never heard Governor Christie in any way link post-Sandy relief aid to development projects or politics.

Captain Mottley did not attend the weekly Sandy Recovery Meetings with the Governor, and only met Governor Christie once at a press conference being held at the Joint Field Office.

When asked if he had any knowledge of Governor Christie saying or attempting to tie post-Sandy relief aid to development projects or politics, Captain Mottley replied “no.”
A. Interactions with Hoboken Mayor Dawn Zimmer

Captain Mottley did not recall any interactions with Mayor Zimmer. He has worked with many mayors, often in one-on-one or small group conversations, but did not recall any specific instance when he spoke with Mayor Zimmer. He did recall being in or around places that she has been but did not recall any actual interactions. He also did not recall any phone conversations with the Mayor.

When asked if the Mayor had ever contacted him in his role as the liaison between municipalities and FEMA and the State in order to complain that Sandy aid was being held up by the Administration, as Mayor Zimmer has alleged occurred, Captain Mottley replied “no.” He said that he can say for certain that Hoboken was one of the towns they had extra support detailed to early, and that OEM had personnel in Hoboken available to the Mayor to reach out to when she wanted to. Hoboken was one of roughly 50 towns that received this extra support because of its status as one of the most severely impacted cities and towns, although most of these towns were in Ocean and Monmouth Counties.

Captain Mottley also recalled that one of FEMA’s division supervisors, Ed Smith, was stationed in Hoboken as well. The OEM also had Lieutenant Robert Paddock stationed in Hoboken as the state OEM liaison for Hudson County. Captain Mottley stated that he had not heard of any complaints by Mayor Zimmer from either Paddock or Smith, and believed he would have heard such a complaint if one had been made.

Captain Mottley did not recall having any knowledge of the Rockefeller Group prior to news of Mayor Zimmer’s allegations.

1. November 25, 2013 – Mayors Meeting

Captain Mottley believed he participated in the Mayors Meeting held on November 25 and 26 of 2013, although he was not fully certain of the date. He did not recall if Hoboken Mayor Dawn Zimmer was present at those meetings. He said that he would recognize her if he saw her, but there were roughly 20 to 30 mayors and aides at the meetings. He did not recall speaking with the Mayor if she was there.

When asked if anyone at those meetings suggested post-Sandy relief aid would be tied to development in an inappropriate manner, Captain Mottley replied “no.” He went on to say that “people at NJSP and OEM do the right things for the right reasons and run the programs as they have always administered them—they follow the FEMA guidelines.”
Memorandum

On February 10, 2014, Matt Mowers was interviewed by Alexander H. Southwell, Avi Weitzman, and Sarah L. Kushner of Gibson Dunn. During the interview, Matt Mowers was represented by Craig Carpenito and Adam Baker of Alston & Bird LLP. All information contained herein was provided by Mowers or as indicated. Mowers has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per the Gibson Dunn protocol and requesting that Mowers refrain from discussing the investigation and interview with others. Mowers stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Educational and Professional Background

Mowers grew up in New Jersey. He is 24 years old. In October 2011, Mowers graduated from Rutgers University. Mowers explained that he worked during college; thus, he mainly enrolled in night or online classes. In 2009, Mowers said that he worked on a legislative campaign in Bergen County. In 2010, Mowers worked full-time for the Governor’s Office in two separate capacities: (1) from approximately January 2010–April 2010, Mowers was an aide for Jim Gilroy, Advance Director; and (2) in or around December 2010, Mowers returned to the Governor’s Office as a Regional Director in the Legislative and Intergovernmental Affairs (“IGA”) unit, where he remained until April 2013. At IGA, Mowers’ region included the following counties: Sussex, Morris, Passaic, Essex, Hudson, and Bergen. In between his two positions in the Office, Mowers worked on a New Jersey State Senate campaign.
On or around April 19, 2013, Mowers left the Office and joined the Governor’s 2013 reelection campaign (the “Campaign”). On or around November 7, 2013, Mowers left the Campaign, and moved to Manchester, New Hampshire, where he assumed his current position as Executive Director of the New Hampshire Republican Party. Mowers first learned that he had received this position in or around October 2013.

B. Reporting Lines

At IGA, Mowers initially reported to Amanda DePalma, the then-Director of IGA. In or around January 2011, DePalma left the Office and joined the New Jersey Republican State Committee, and Bridget Kelly replaced DePalma as Director of IGA. Thereafter, Mowers reported to Kelly, who reported to Bill Stepien, the Deputy Chief of Staff of IGA.

C. Bridget Kelly

1. Background and Relationship at IGA

Mowers said that he knew Kelly since 2007, before they worked together at IGA, because they were both active in Bergen County politics. Mowers and Kelly began working at IGA around the same time. Mowers thought that he may have joined the Administration shortly before Kelly did.

Regarding Kelly’s managerial style in IGA, Mowers said that the structure of IGA changed over time under Kelly’s supervision as Director. At first, Kelly oversaw everyone in IGA. Subsequently, the reporting lines in IGA were restructured such that only certain employees reported to Kelly directly. Mowers said that Kelly would get annoyed if she thought that someone in IGA was “bypassing” her in the Office. Mowers added that Kelly was a responsive manager, but was not particularly effective at communicating the bigger picture.

Mowers said that Kelly was concerned with Stepien’s opinion of her. Kelly often tried to emulate Stepien, but even though she rose up through the IGA ranks quickly, she did not have the same background and understanding of government and how it operated as others in the Office did, such as Stepien. Mowers explained that there were times when Kelly simply parroted to others in IGA what Stepien had told her about a particular issue, but Kelly did not necessarily understand her parroted statements. Mowers believed that Kelly had an “authority complex,” and Kelly did not welcome opinions contrary to her own or others questioning her decisions.

Mowers added that Kelly always seemed distrustful of those in IGA who had known the Governor and/or Stepien longer than she had. Indeed, Kelly seemed to ostracize those in IGA who had an established relationship with the Governor and/or Stepien. Initially, Kelly did not seem to view Mowers in this way, but by the time he left IGA, its staff consisted almost entirely of Kelly’s “yes” people, many of whom were young and inexperienced. Mowers noted that, after Stepien left the Office, Kelly was not particularly close to anyone on senior staff. Mowers added that he believed that when Kelly became Deputy Chief of Staff, she felt she had to prove herself, and she increasingly became consumed with her new title and role in the Office. Around
this time, certain IGA employees complained about Kelly’s managerial style, and Kelly’s relatively close relationships in the Office soured as a result. In particular, Christina Renna and Peter Sheridan no longer seemed happy in the Office.

By the time he left the Campaign in early November 2013, Mowers and Kelly were no longer on good terms. For example, in or around mid-2011, Kelly sent Mowers an email in which Kelly called Mowers a “rising star.” Shortly thereafter, in a meeting with Kelly and Mowers, Stepien reprimanded Mowers because he was late to work that day. Mowers felt betrayed by Kelly because she did not defend him at the meeting. Second, after Mowers joined the Campaign, he and Kelly had a falling out when, during the last week of the Campaign, Kelly tried to undermine Mowers to Stepien. Specifically, the week before the November 5, 2013 election, the Campaign had organized a bus tour for the Governor. That week, certain IGA employees, including Kelly, took vacation time so that they could volunteer for the bus tour. Mowers had organized an event in Glen Ridge for the tour. About an hour before the event, as he was heading to his next Campaign-related commitment, Kelly emailed Mowers and Stepien, claiming that the event was going to be a disaster and that no one was going to show. As a result, Stepien asked Mowers to go to Glen Ridge to address the situation, even though Mowers was not scheduled to attend the event. When Mowers arrived at the Glen Ridge event, contrary to Kelly’s assertions, the event was running smoothly, and the turnout was larger than expected. A few days later—on the night of the election (November 5, 2013)—Mowers saw Kelly and told her how much stress she had caused him, to which Kelly responded in sum or in substance, “so I’ve heard.” Other than an email the next day sent to Kelly, Mowers, and others with whom they had worked in Bergen County, Mowers has not spoken to Kelly since the Glen Ridge event.

2. Kelly’s Background

Mowers said that he understood that Kelly had a contentious divorce. Mowers did not specifically recall when Kelly’s divorce was finalized, but thought that it was early on in the Administration. Mowers said he knew Kelly’s dad because he was active in politics, and knew Kelly’s kids because Kelly occasionally brought them to the office. Mowers remarked that Kelly had a two-hour commute, and had to balance work and raising her children, which Mowers understood took a toll on Kelly at times.

3. Kelly’s Relationship with Bill Stepien

Mowers said that Stepien and Kelly had a close working relationship. Mowers noted that Stepien and Kelly often had morning meetings, during which they would, among other things, review invite lists for certain events.

Mowers was not aware of any romantic relationship between Kelly and Stepien. Mowers thought that he may have had heard a rumor that Kelly and Stepien were romantically involved, but Mowers had no reason to believe that the rumor was true, and did not specifically recall when he heard that rumor, which was possibly before he joined the Administration in 2010.
D. Interactions with Evan Ridley

Mowers said that he met Evan Ridley when Ridley was working for the New Jersey Republican State Committee in Bergen County. When Ridley joined IGA, he was assigned to the Northwest region in New Jersey. Mowers said that he and Ridley worked closely together and were friends. When Mowers joined the Campaign, Ridley assumed Mowers’ position as Regional Director—during this transition phase, Ridley and Mowers notified local elected officials in Mowers’ region that Ridley would be their new point of contact.

E. Interactions with the Port Authority of New York & New Jersey

Mowers said that he had limited interaction with the Port Authority, and that others in IGA typically interacted with the Port Authority. If Mowers did contact the Port Authority, he typically emailed Anne Mary O’Rourke.

Mowers said that he knew of Bill Baroni when Baroni was a State Senator. When Baroni was at the Port Authority, he and Mowers only interacted socially at events.

Mowers said he did not have a relationship with David Wildstein. Mowers recalled hearing Wildstein’s name when Wildstein publicly revealed that he was “Wally Edge” on Politicker. Mowers had heard that Wally Edge had subsequently joined the Port Authority. In 2011, Mowers attended a Port Authority event, at which, while Mowers was mid-conversation with someone else, Wildstein joked, “at least you’re not in Hamilton anymore,” referring to Mowers’ work on a State Senate campaign. At the time, Mowers did not recognize who made that comment, and was confused why someone at the Port Authority knew who he (Mowers) was. Mowers subsequently realized it was Wildstein because Wildstein, who was knowledgeable about New Jersey politics, would have known who Mowers was based on Mowers’ involvement in New Jersey politics.

Mowers did not recall any other communications with Wildstein. It is possible that Mowers once sent an email to Wally Edge when Mowers was working on a campaign, but he did not specifically recall communicating with Wally Edge. Mowers did not recall ever speaking to Kelly about Wildstein.

F. IGA

1. Overview of IGA

Mowers said that IGA’s function varied depending on the administration. Mowers understood that, under Governor Corzine, for example, IGA was viewed as unit that simply housed campaign employees in between election cycles. During Governor Christie’s 2009 gubernatorial campaign, one issue that arose was local elected officials’ ability to effectively communicate with the State government. As a result, when Christie assumed office, his Administration focused on enhancing IGA’s approach to intergovernmental affairs from a good governance perspective. Under the Christie Administration, IGA was viewed as a vehicle
through which the Governor’s Office could provide constituent-type services to local officials and help local officials cut through bureaucratic red tape, by putting local officials in contact with the relevant State departments and other entities regarding a particular issue. In order to realize this goal, IGA developed working relationships with local officials. When a local official contacted IGA, IGA’s general practice was to explain to the local official that IGA would help put the official in touch with the relevant department and coordinate communications between the two. IGA also communicated with local elected officials on legislative issues pertaining to the Governor’s agenda.

As a result, Mowers developed strong relationships with local elected officials. Mowers said that there were approximately 183 mayors in his region, and he communicated with each of these mayors in some capacity. For example, if there was a government grant for which all municipalities were eligible, Mowers would relay that information to all the municipalities in his region. Mowers explained that he interacted more frequently with certain mayors in his region, which was a function of a municipality’s size and its election cycle. Mowers elaborated that mayors of larger towns typically had more complex issues and relied more on the State’s assistance. In addition, certain towns rotated mayors every year, whereas other mayors were elected to four-year terms. In general, Mowers said that he interacted more frequently with 4-year mayors who relied more on State government.

2. The Endorsement Process

When Mowers was at IGA, his involvement with Campaign-related activities, including meetings and conversations with local elected officials, was voluntary and occurred on his personal time. Mowers said he did not use State resources in connection with these activities.

Mowers did not recall when the endorsement process began, or when he began talking to mayors about potential endorsements. When asked how he became involved in the endorsement process, Mowers explained that, in 2013, mayors in his region would often reach out to him to discuss potential endorsements, as he was their natural point of contact and it was an election year.

Mowers was not aware of any suggestion in the Administration or on the Campaign to retaliate against elected officials for not endorsing the Governor.

3. T-100

Mowers said that he was familiar with a T-100 list, but he was not sure how the towns on the list were selected. Mowers noted that the towns on the list were generally larger towns that relied more on the State’s assistance for various issues.
II. Chronology of the George Washington Bridge Events

A. Mowers’ and IGA’s Interactions with Fort Lee Mayor Mark Sokolich & Endorsement Efforts

1. Mowers’ Relationship with Mayor Sokolich – Generally

Mowers said that his first recollection of meeting Fort Lee Mayor Mark Sokolich was at a Christmas party at Drumthwacket in December 2010, shortly after Mowers joined IGA. Mowers believes that he and Sokolich interacted in-person at least ten times during the course of Mowers’ tenure at IGA. Mowers and Sokolich spoke frequently, in part because Fort Lee was a relatively large municipality and relied on the State’s assistance in connection with various matters. Mowers liked Sokolich, and they would occasionally meet for a meal, unrelated to Mowers’ role at IGA and done on Mowers’ own time. During these interactions, Sokolich would talk about his family. Sokolich sometimes discussed his future career plans, including potentially running for State Senator.

When asked what issues Sokolich was focused on as the Mayor of Fort Lee, Mowers said that Sokolich would discuss matters pertaining to the George Washington Bridge. Mowers elaborated that Fort Lee’s proximity to the George Washington Bridge impacted Fort Lee’s policing and other needs. Education was another issue that Sokolich often discussed. Mowers and Sokolich would also discuss local issues relevant to the Governor’s agenda, including property tax issues and arbitration reform. When asked if Mowers and Sokolich ever discussed economic development issues, Mowers said that Sokolich was proud of, and would talk about, the Hudson Lights development project.

2. Mayor Sokolich’s Requests to the Governor’s Office

With regard to public reports alleging that Mayor Sokolich was “pressured” and received “gifts” from the Administration in an effort to secure his endorsement, Mowers explained that he was surprised when he read those allegations because it was Mayor Sokolich who first brought up his potential endorsement, and because it was Mayor Sokolich who asked the Port Authority and, separately, the Governor’s Office for various things. Examples of Mayor Sokolich’s requests included a tour of the Port Authority for his family when they were visiting, and a request that the Governor write a letter of recommendation to Rutgers University on behalf of Mayor Sokolich’s son. Mowers said that when Mayor Sokolich made a reasonable request, IGA tried to accommodate, however the letter of recommendation ask was not such a request. Mowers thought that Sokolich made this request by phone around the Spring of 2012, during the college application process, and may have subsequently reiterated the request in person. Mowers had to explain to Mayor Sokolich that this request was not something that the Office or the Governor could fulfill, which Mayor Sokolich understood. Mowers did not specifically recall, but thought that he may have mentioned this request to Kelly and/or Sheridan.
As for the Port Authority tour, Mowers did not recall if Mayor Sokolich made the request through IGA or to the Port Authority directly, or whether IGA was involved in handling the request. Mowers did not know who gave Mayor Sokolich’s family the tour. Mowers just recalled that the Mayor was very thankful that his family received the tour.

Sokolich also made government-related requests to the Office, particularly in the wake of Superstorm Sandy. For example, Mowers vaguely recalled that Mayor Sokolich requested radios to communicate with individuals trapped inside high rises in Fort Lee, as well as help with easing travel to New York. It was Mowers’ understanding that these requests were fulfilled.

3. IGA’s Endorsements Efforts Regarding Mayor Sokolich

a. February 5, 2013 Meeting

Mowers and Sokolich discussed a potential endorsement two times—on or around February 5, 2013, and, again, that spring. Mowers said that both conversations were casual and occurred over a brief meal. Mowers’ attention was directed to a February 7, 2013 email from Mowers (personal account) to Sheridan that contained a summary of the February 5, 2013 meeting between Mowers and Sokolich. At this meeting, Mayor Sokolich was the one who brought up the topic of a potential endorsement. Mowers explained that, around this time, mayors were beginning to endorse the Governor, and, as such, mayors increasingly raised the subject with Mowers during their interactions. Mowers pointed out that endorsements were a natural topic of discussion in 2013 (an election year) among those in government.

b. March 26, 2013 Meeting

Mowers and Mayor Sokolich also discussed the possibility of the Mayor’s endorsement in or around the spring of 2013, when they met up briefly for dinner in Fort Lee. At the March 26, 2013 dinner, Mowers and Mayor Sokolich had a casual conversation about different issues. At one point during the conversation, Mowers and Mayor Sokolich discussed the Democratic mayors who had endorsed the Governor thus far, including one Democratic mayor who had endorsed the Governor a few days prior. In that context, Mowers asked Mayor Sokolich if endorsing the Governor was something that the Mayor would consider. Mayor Sokolich paused and then explained that he supported the Governor, that he thought the Governor was going to win the election, and that he liked the Governor as a person, but that he was scared to endorse the Governor for at least two reasons. First, Mayor Sokolich had financial interests in certain Democratic towns—including Cliffside Park—that he feared losing were he to endorse the Governor. Second, Mayor Sokolich had a good relationship with the Democratic Chairman in Bergen County. Mayor Sokolich said that he wished he had a braver answer for Mowers. In response, Mowers said he understood and that it was fine. Regarding Mayor Sokolich’s financial interests, Mowers explained that Mayor Sokolich had a private law practice that focused on real estate and zoning law, and, as part of that practice, Mayor Sokolich had contracts with Democratic towns in New Jersey. At the dinner, Mayor Sokolich said he was concerned that he would lose these contracts if he endorsed the Governor, a Republican.
Mowers came away from this dinner with the understanding that Mayor Sokolich would not endorse the Governor because of the Mayor’s perceived financial interests. Mowers did not consider Mayor Sokolich’s potential endorsement as particularly important at the time. Mowers did not specifically recall discussing this dinner with Kelly or Stepien, but he did tell Sheridan what Mayor Sokolich had said. Mowers generally recalled that he and Sheridan both were unconcerned that Mayor Sokolich would not endorse the Governor, but thought that it was a shame. Mowers’ attention was directed to a text message he sent shortly after the dinner, which provided, in sum or substance, “Unfortunately, I think Sokolich will be a no. It’s a shame, I really like the guy.” Mowers did not specifically recall this text, but thought that the “no” likely referred to Mayor Sokolich’s potential endorsement.

Mowers said that, had the Campaign viewed Mayor Sokolich’s endorsement as particularly important, which it did not, the Campaign likely would have asked Mowers to follow up with Mayor Sokolich, which no one did. Mowers also pointed out that the Governor won Fort Lee in the election. To Mowers’ knowledge, no one else in the Office, including Ridley, sought Mayor Sokolich’s endorsement after this March 2013 dinner.

c. April 19, 2013–May 2013

When Mowers joined the Campaign, he actively sought mayors’ endorsements in connection with his responsibilities on the Campaign. Mowers did not seek Mayor Sokolich’s endorsement during Mowers’ time working for the Campaign. During this time, Mowers did not recall any communications with Mayor Sokolich other than one text message exchange, on or around May 8, 2013, in which exchange, Mayor Sokolich thanked Mowers for all of the nice things that he had told Ridley about the Mayor, and offered to take Mowers and Ridley out to dinner to celebrate Mowers’ new position at the Campaign the next time Mowers was in town. No such dinner ever occurred.

B. The Port Authority’s Interactions with Mayor Sokolich

To Mowers’ knowledge, no one at the Port Authority was tasked with or sought Mayor Sokolich’s endorsement. Mayor Sokolich told Mowers that Baroni was good to work with and responsive to Mayor Sokolich’s requests.

C. August 12, 2013

On August 12, 2013, Mowers was with Sheridan at a coffee shop in Jersey City, waiting to meet with Jersey City Assemblywoman Candace Osborne about Osborne’s potential endorsement of the Governor. Before Osborne arrived, Kelly called Mowers on his cellphone, and they had a brief conversation. Mowers said that the first part of the conversation was fairly casual—Mowers asked how Kelly’s kids were, and told Kelly that he and Sheridan were in Jersey City, to which Kelly joked that Mowers and Sheridan never invited Kelly to the “fun stuff.” Kelly then asked Mowers about the status of Mayor Sokolich’s potential endorsement. Mowers told Kelly that Mayor Sokolich did not intend to endorse the Governor because of his
financial interests, to which Kelly asked if Mowers was certain that Mayor Sokolich would not endorse the Governor. Mowers confirmed to Kelly that that was his understanding. Kelly replied, in sum or in substance, “good, that’s all I needed to know,” at which point the conversation ended. At the time, the call did not seem out of the ordinary, as Kelly and Mowers still interacted after Mowers moved to the Campaign, including about the status of potential endorsements of local elected officials. Mowers explained that, in hindsight, it was odd that Kelly asked specifically about Mayor Sokolich’s endorsement at this time because Mowers had not sought his endorsement since the March 2013 meeting.

Mowers did not know what prompted Kelly to call him on August 12, 2013, and ask him about Mayor Sokolich’s endorsement. The only other time that Mowers recalled Kelly mentioning Mayor Sokolich’s name was in July 2013, when Kelly asked Mowers whether he had heard from a number of mayors recently because Kelly was concerned that Ridley was lying about meeting with mayors, including Sokolich. Mowers thought that he responded that he had not recently spoken to Mayor Sokolich or the other mayors Kelly mentioned.

D. August 13, 2013

Mowers did not see, and was not otherwise aware of, Kelly’s August 13, 2013 email to Wildstein about “traffic problems” before it was made public in January 2014.


Mowers did not recall hearing about the lane realignment before or during September 9–13, 2013.

When asked about a September 9, 2013, email from Kelly to Mowers in which Kelly asked if Mowers had heard from Sokolich in a while, Mowers said that this email did not seem unusual to him at the time for the same reason that Kelly’s August 12th call also seemed innocuous. Mowers responded to Kelly, in sum or in substance, that he had not heard from Sokolich in a while.

F. September 17, 2013 and October 1, 2013 Wall Street Journal Articles

The first time Mowers recalled learning about the lane realignment was around the time of either the September 17 or October 1, 2013 Wall Street Journal article regarding the lane realignment. In particular, Mowers recalled that the night before one of the two articles was published, a reporter for the Wall Street Journal—either Heather Haddon or Ted Mann (Mowers did not recall)—asked the Campaign for a comment. Thereafter, Stepien told Mowers that a “ridiculous” article might be coming out alleging that the lane realignment was political retaliation.

Mowers said that he would have read this article at the time because it was of interest to him since he was the one who talked to Mayor Sokolich about a potential endorsement. Mowers otherwise found the story mundane because it was just about a traffic study. As such, Mowers
did not give the stories much thought at the time. Mowers was not concerned at the time that he would be blamed for the alleged retaliation.

G. December 2013

In or around December 2013, Mowers received an inquiry from Wall Street Journal reporter Mann in connection with Mowers’ endorsement efforts regarding Mayor Sokolich. After he received this inquiry, Mowers relayed it to Stepien and Michael DuHaime in an email, and stated that he did not intend to return Mann’s call. Shortly thereafter, in connection with contemporaneous press reports suggesting that Mowers sought Mayor Sokolich’s endorsement as recently as August 2013, Mowers spoke to Stepien about the timeline of his interactions with the Mayor regarding his potential endorsement. Mowers told Stepien that he had not spoken to Mayor Sokolich about an endorsement since the spring of 2013.

H. January 2014

Mowers was shocked when he read the newspaper reports published on or around January 8, 2014, regarding Kelly’s involvement in the lane realignment. When he read these articles and learned of Kelly’s August 13, 2013 “traffic problems” email, Mowers vaguely recalled that Kelly had asked him about the Sokolich endorsement in August 2013. At that point, Mowers asked Sheridan if he remembered whether Kelly had called Mowers sometime in August 2013 about Mayor Sokolich, but Sheridan did not recall. Mowers then checked his calendar and confirmed that he was in Jersey City on August 12, 2013, when Kelly called him about Mayor Sokolich. This was the first time that Mowers made any connection between Kelly’s August 12 and September 9, 2013 communications to him, and the lane realignment.

III. Superstorm Sandy Aid Allegations

A. Interactions with Hoboken Mayor Dawn Zimmer

Hoboken was in Mowers’ region at IGA. As a result, Mowers probably met with Mayor Zimmer at least one dozen times when he was at IGA. Mowers did not recall when he first met Mayor Zimmer. Mowers interacted with Mayor Zimmer more than other mayors in part because she made more requests to the Office than other mayors.

Mowers met with Mayor Zimmer more frequently after Superstorm Sandy, which hit on October 29, 2012. Post-Sandy, Mayor Zimmer constantly visited the State House and had a number of Sandy-related issues that she wanted to discuss with the Administration. Mowers once joked that Mayor Zimmer should have a State House ID because she visited so often. Mowers said that the Office was very attentive to all communities affected by Sandy, and that IGA hired additional staff members who focused solely on Sandy recovery issues, including interfacing with mayors and helping them navigate relevant policy issues and changes to their municipalities’ flood maps.

Mowers had a good relationship with Mayor Zimmer’s Chief of Staff, Dan Bryan.
B. Mayor Zimmer’s Requests Regarding Sandy Aid

Mowers said that no one, including Lieutenant Governor Kimberly Guadagno and DCA Commissioner Richard Constable, ever suggested to him that Hoboken’s Sandy aid would be delayed as a result of private development issues. Mowers said that, to his knowledge, politics played no role in the administration of Sandy aid.

During, and in the immediate aftermath of, Sandy, there was no cellphone service in Hoboken, but Bryan was able to call Mowers from a land line. On or around October 30, 2012, however, Mayor Zimmer went on CNN live and, through the broadcast, asked the Administration to send the National Guard to Hoboken, which the Administration did. Around that time, Mowers asked Bryan why Mayor Zimmer made this request on CNN, as opposed to reaching out to Mowers directly, especially because the Administration had always been responsive to Mayor Zimmer’s requests. Examples of this responsiveness included sending the National Guard to Hoboken two days after Sandy hit and one day after Mayor Zimmer made the request, helping restore power to Hoboken shortly after Sandy, and providing Mayor Zimmer with direct and frequent access to commissioners and other senior members of the Administration to discuss Sandy-related issues. For example, on or around November 3, 2012—the Saturday after Superstorm Sandy—Mowers set up a conference call with Mayor Zimmer, Commissioner Constable, the Lieutenant Governor, Kelly, a representative from the New Jersey State Police, a representative from the Office of Emergency Management, and Mowers. The Lieutenant Governor hosted the call. On the call, the Lieutenant Governor explained to Mayor Zimmer that everyone participating on the call was there to hear what Mayor Zimmer needed in the aftermath of Sandy, and to help her address those needs. Mayor Zimmer said she wanted generators, as well as assistance with lighting so that the utility companies could work around the clock. Mowers said that the Administration helped Mayor Zimmer fulfill these requests, among others.

Mowers explained that IGA also set up the many meetings that Mayor Zimmer requested with various departments and other entities in the Administration to discuss Sandy recovery efforts and related issues. At these meetings, the participating departments tried to help Mayor Zimmer navigate through the Sandy aid application process.

In or around early 2013, Mayor Zimmer became focused on a flood mitigation plan for Hoboken that the Rockefeller Group had designed. This plan envisioned flood walls around the city, and flood brakes in the street. Mayor Zimmer discussed this flood mitigation plan at almost every Sandy-related meeting she had with the Administration. Mowers and others had to explain to Mayor Zimmer that receiving federal funding for such a massive flood mitigation project was a process, and, for example, had to first be reviewed by the U.S. Army Corps of Engineers. Mayor Zimmer told Mowers that she was concerned that the project would not be approved fast enough, stating hyperbolically that Hoboken was expecting rain that week, as if every rainfall would lead to flooding. Mowers explained to Mayor Zimmer that rain was different than Superstorm Sandy, which was an extremely rare occurrence.
At one point, Mayor Zimmer asked for a meeting with the Port Authority because she wanted to place retractable walls around the entrance of Hoboken’s PATH station. Bryan had to explain to Mayor Zimmer that, because all of the PATH stations are connected, every PATH station would need retractable walls for this plan to be effective, which Mayor Zimmer said she had not realized.

Mowers said that Mayor Zimmer had a lot of legitimate concerns about Sandy recovery efforts, particularly with respect to figuring out how to adapt the Federal government’s one-size-fits-all recovery model to an urban environment. Mowers explained that a focus of the meetings that Mayor Zimmer had with members of the Administration was on adapting Sandy-related recovery efforts to an urban environment.

At some point, Mayor Zimmer requested a meeting with representatives from all of the relevant entities in the Administration to discuss Sandy-related issues. A lot of time and effort was put into scheduling and planning this meeting, but Mayor Zimmer showed up for the meeting unprepared, without any questions or topics of discussion for the meeting.

Mowers attended a March 5, 2013 meeting with Mayor Zimmer and various commissioners. Mowers did not think that the Rockefeller Group was present at this meeting, and did not recall attending any Sandy aid-related meetings with Mayor Zimmer that the Rockefeller Group attended. Mowers explained that there was another meeting around this time, which was organized at Mayor Zimmer’s request, and included representatives from DCA and DEP. Mowers said that Mayor Zimmer wanted the Rockefeller Group to attend this meeting, so that they could better explain the flood mitigation plan for Hoboken. Mowers and others involved in organizing the meeting were confused why Mayor Zimmer wanted the Rockefeller Group at the meeting. Mowers said that the meeting was rescheduled several times to try to accommodate everyone, but that the Rockefeller Group was ultimately unable to attend due to a scheduling conflict. Mowers attended this meeting, which he recalled took place on the second floor of the State House.

Mowers also recalled a meeting at the State House with Executive Director of the Governor’s Office of Rebuilding and Recovery Marc Ferzan, representatives from FEMA, and mayors whose towns had been particularly hard hit by Sandy, including Hoboken. Mowers thought that this meeting occurred shortly before he left the Office and joined the Campaign in April 2013. This meeting addressed, among other things, the application of FEMA’s guidelines to urban communities.

Mowers never heard any discussions that Sandy aid should be contingent upon local elected officials’ support for the Governor’s political agenda or any development projects.

Mowers did not discuss Sandy aid with Mayor Zimmer after he left the Office and joined the Campaign.
C. Endorsement Efforts Regarding Mayor Zimmer

The first time that Mowers recalled a discussion with Mayor Zimmer about a potential endorsement of the Governor was at a Christmas party in Drumthwacket, which Mayor Zimmer attended with her husband, Stan Grossbard. At the event, Grossbard raised the issue of his wife’s potential endorsement, and relayed to Mowers why Mayor Zimmer should not endorse the Governor, but said that Mayor Zimmer would continue to publicly praise the Governor. Mowers sensed that Grossbard was particularly active in his wife’s political career. At the time, Mayor Zimmer, unlike her husband, was undecided as to whether or not she should endorse the Governor. Mayor Zimmer told Mowers that she thought that the Governor was great, but that her endorsement decision would turn in part on whether Hoboken would have a run-off election in the fall of 2013. At one point, Bryan told Mowers that if there was a run-off election, Mayor Zimmer might still be able to endorse the Governor if the Governor supported Mayor Zimmer in turn. At the time, the Governor had not even declared that he would be running for reelection, which Mowers pointed out to Bryan.

Once Hoboken’s mayoral election was scheduled for November 2013, Mowers understood that Bryan wanted Mayor Zimmer to endorse the Governor, that Mayor Zimmer remained undecided, and that her husband still did not want Mayor Zimmer to endorse the Governor.

Once at the Campaign, Mowers did not communicate with Mayor Zimmer and her office as frequently because of his busy campaign schedule, and the Campaign was not focused on trying to secure Mayor Zimmer’s endorsement. At some point, however, during the summer of 2013, Democratic Mayor of Weehawken Richard Turner told Mowers that Mayor Zimmer might be open to a potential endorsement, and that Turner would reach out to Mayor Zimmer to review with her the political ramifications of such an endorsement. Thereafter, Turner told Mowers that Bryan wanted to talk to Mowers about a possible statement from Mayor Zimmer declaring her support for the Governor’s reelection. Thus, in or around early fall 2013, he and Bryan met in Hoboken to discuss a potential statement of support from Mayor Zimmer. Mowers pointed out that it was Mayor Zimmer and Bryan, not Mowers, who proactively reached out to schedule this meeting. At the meeting, Bryan told Mowers that Mayor Zimmer wanted to issue a statement supporting the Governor’s reelection, but Mayor Zimmer did not want to use the word “endorse,” which Movers said was fine. Mowers told Bryan that a political statement of support without the word “endorse” was likely not something that warranted its own press conference, but that the Campaign might want to issue a press release announcing Mayor Zimmer’s statement, which Bryan thought was a good idea. At the end of the meeting, Mowers explained to Bryan that Mowers was not going to report back to his boss, Stepien, about Zimmer’s potential statement of support and the proposed press release unless and until Bryan confirmed with Mayor Zimmer that she wanted to do this. A few days later, Bryan confirmed with Mowers that Mayor Zimmer agreed to the proposed plan, and that Mayor Zimmer’s statement of support would expressly state that Mayor Zimmer supported the Governor’s reelection. Mowers then relayed this to Stepien, and noted that, while the Governor was significantly ahead in the polls and few constituencies at this point were undecided about the upcoming election, it could
nevertheless be worthwhile to have Mayor Zimmer issue a statement of support, especially in conjunction with the Governor’s upcoming visit to Hoboken, a traditionally Democratic city. Stepien agreed with Mowers’ assessment.

Shortly thereafter, Mowers scheduled and participated in a conference call with Mayor Zimmer, Bryan, and Campaign Press Secretary Kevin Roberts regarding Mayor Zimmer’s political statement of support, including the timing of issuing the statement. On the call, Mowers noted that the Governor was scheduled to visit Hoboken for a groundbreaking event at Stevens Institute of Technology in October 2013, and that there would be press at that event. Mayor Zimmer and Bryan agreed that Mayor Zimmer’s statement should be issued in connection with that event. On the call, Mowers then discussed the proposed content of the statement. Mowers emphasized to Mayor Zimmer and Bryan that the statement had to address Mayor Zimmer’s political support for the Governor because, otherwise, it was not relevant to the Campaign. Mayor Zimmer and Bryan did not object to this, but Mayor Zimmer wanted to include in the statement language about how helpful the Governor had been in connection with Superstorm Sandy, and how the Governor had helped to keep the Hoboken University Medical Center open. Mayor Zimmer rearranged her schedule to attend the event at Stevens.

On or around October 1, 2013, shortly after the conference call, Mowers emailed Bryan a draft statement of support, which memorialized the language discussed on the call. At that point, and for the first time since Mayor Zimmer and Bryan approached Mowers, they pulled back on the political support language previously agreed upon, including that Mayor Zimmer was proud to stand with the Governor in support of his reelection. Mowers’ attention was directed to an October 2, 2013 email from Bryan to Mowers, which reflected this watered down statement that Mayor Zimmer and Bryan wanted the Campaign to release:

Over the past three and a half years, I have been proud to stand with Governor Christie and support him on important initiatives like pension reform and establishing a real property tax cap. . . . Here in Hoboken, Governor Christie was there for us when we needed him most, responding to the crisis of Superstorm Sandy and stepping up to work with us to save the Hoboken University Medical Center – and its 1,300 jobs – from potential closure. I am truly grateful to have had the opportunity to serve alongside Governor Christie.

This statement said a lot of nice things about the Governor and all that he has done for Hoboken, but, because it was not political, it was not germane to the Campaign, and not something about which the Campaign would issue a press release. Mowers explained this to Bryan, and sent Bryan an email memorializing why the Campaign would not issue a press release about the statement. At this point, the dialogue regarding Mayor Zimmer’s potential statement of support ended.

Mowers added that Mayor Zimmer had a tendency to change her mind at a moment’s notice, and often had trouble remembering what she had asked for. As an example, Mayor Zimmer would request a meeting with the Administration about one topic, but shortly thereafter
would ask that the meeting focus on something completely different than the initial topic. The process regarding Mayor Zimmer’s proposed statement of support also reflected this tendency.

IV. Jersey City Mayor Steven Fulop

Mowers was asked about public allegations that the Administration cancelled meetings with Jersey City Mayor Steven Fulop in response to Mayor Fulop’s failure to endorse. Mowers did not have any discussions with Mayor Fulop about a potential endorsement. When asked who would have interacted directly with Mayor Fulop about his potential endorsement, Mowers thought Stepien, or State Senator Kevin O’Toole.

Mowers was unaware of any scheduled or cancelled meetings with Mayor Fulop. Mowers added that Kelly was generally the one who interfaced with commissioners and local elected officials regarding high-level meetings.
Memorandum

On February 19, 2014, and March 11, 2014, John Moyle was interviewed by Reed Brodsky, Avi Weitzman, and/or Alyssa Kuhn of Gibson Dunn. Moyle was not represented by counsel during the interviews. All information contained herein was provided by Moyle or as indicated. Moyle has not read or reviewed this memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Moyle refrain from discussing the investigation and interview with others. Moyle stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1978, Moyle graduated from the New Jersey Institute of Technology with a B.S. in Civil Engineering. In February 1979, Moyle started working at the New Jersey Department of Environmental Protection (“DEP”). Moyle joined the DEP as an Environmental Engineer Trainee and worked his way up through the ranks to Manager. Moyle has served as a Manager in the Office of Engineering & Construction for the past ten years, and currently serves as Bureau Chief for the Bureau of Dam Safety and Flood Control. Moyle supervises approximately 25 individuals in his current role. Moyle reports to David Rosenblatt, Administrator in the Office of Engineering & Construction. Moyle said that he is a registered Democrat.
II. Superstorm Sandy Aid Allegations

A. Role in the New Jersey Department of Environmental Protection

During the interview, Moyle explained the flood control programs for which he is responsible within the Bureau of Dam Safety and Flood Control. One program involves working with the Federal Emergency Management Agency (“FEMA”) to update flood maps. Before Superstorm Sandy hit, Moyle was in the process of working with FEMA on new coastal mapping from the Delaware Bay up to the Hudson River. After Superstorm Sandy, Moyle worked with FEMA to create advisory elevations to help those affected by the storm rebuild. Moyle reviewed the technical components of the flood maps before they were released to the public. Moyle stated that the DEP and FEMA have a good working relationship.

Moyle is also responsible for providing technical expertise regarding flooding issues on all the U.S. Army Corps of Engineers’ (“USACE”) New Jersey projects, including the North Atlantic Comprehensive Study. Moyle explained that after Superstorm Sandy, the USACE was given approximately $20 million to conduct the North Atlantic Comprehensive Study. At the direction of the Governor’s Office of Recovery and Rebuilding (“GORR”), DEP was tasked with reaching out to and working with New Jersey universities to develop short-term and long-term flood mitigation plans in regions not currently being studied by USACE that could be incorporated into the North Atlantic Comprehensive Study and potentially lead to specific flood mitigation projects. Moyle explained that DEP funded the university studies with the hopes that it will be reimbursed through the second round of HUD funding.

B. May 9, 2013 Meeting with Hoboken and the Rockefeller Group

Moyle stated that he had not met Mayor Zimmer prior to the May 9, 2013 meeting. Moyle recalled that he had attended a meeting with Hoboken officials prior to the May 9, 2013 meeting regarding DEP’s and FEMA’s mapping projects along with then-Assistant Commissioner Marilyn Lennon and DEP land use officials. Moyle recalled that the purpose of the meeting was to discuss the effect the flood maps would have on Hoboken and to seek feedback from Hoboken officials.

Moyle recalled that the May 9, 2013 meeting was initially scheduled for an April date. Moyle recalled that Commissioner Martin had been briefed on Hoboken’s flood mitigation plan designed by the Rockefeller Group and requested that Moyle, a professional engineer, acquire more information about the plan to ensure that it was incorporated in DEP’s activities with the USACE and universities studying flood mitigation. Moyle recalled that the DEP scheduled a meeting between DEP’s engineers and the Rockefeller Group’s engineers to learn more about the flood mitigation plan. Moyle recalled that after scheduling the meeting, someone higher up at DEP informed Moyle that Hoboken officials should also
be invited to the meeting. Moyle said that Hoboken was not initially included in the meeting because it was his understanding that the meeting was between engineers. Moyle said there was no intention on DEP’s part to exclude Hoboken from the meeting.

Moyle recalled that he had learned of the Rockefeller Group’s North End development project during discussions setting up the May 9, 2013 meeting because the Rockefeller Group had a separate meeting with DEP. Moyle did not attend that meeting.

Moyle attended the May 9, 2013 meeting with Mayor Zimmer, Stephen Marks (Hoboken Business Administrator), the Rockefeller Group, Fred Worstell (Dresdner Robin), Lori Grifa (Wolff & Samson), and other members of DEP. The purpose of the meeting was for the DEP engineers to meet with the Rockefeller Group’s engineers to discuss the Rockefeller Group’s flood mitigation plan for Hoboken. Moyle attended the meeting to learn about the flood mitigation plan, and see how it fit in with the universities’ and USACE’s studies. Moyle recalled that DEP had initially wanted the Stevens Institute of Technology to attend the meeting. However, by the time the meeting actually occurred, Stevens had already met with the Rockefeller Group and Hoboken and so they did not attend.

Moyle recalled that the May 9, 2013 meeting lasted approximately an hour. DEP began the meeting by explaining that they were there to help evaluate the Rockefeller Group’s flood mitigation plan for Hoboken and to attempt to incorporate the information from their presentation into the universities’ and USACE’s studies. Moyle recalled that Hoboken’s experts presented maps and explained where they planned to build flood walls, gates, and pump stations. Moyle recalled that they discussed potential costs and partnerships to help finance the cost of the flood mitigation plan.

Moyle recalled that Mayor Zimmer pushed hard for flood walls and water pump stations, but Moyle explained that the pump stations were outside of the context of the May 9, 2013 meeting and outside the expertise of the DEP officials who attended the meeting. Moyle recalled that Michele Siekerka, Assistant Commissioner for Water Resource Management, and her team helped Hoboken find financing for its water pumps. Moyle said that he did not recall Mayor Zimmer speaking during the engineers’ presentations or objecting to anything they said. Moyle recalled that Mayor Zimmer was supportive of the flood mitigation plan.

Moyle stated that he has not communicated with Mayor Zimmer after the May 9, 2013 meeting. After the meeting, Moyle had informal conversations with New Jersey universities and the USACE to make sure they had Hoboken’s flood mitigation plan and that Hoboken was a potential project when they moved forward with modeling. Moyle explained that the Stevens Institute of Technology was working on developing a long-term flood mitigation plan for Hoboken and that Stevens should release their preliminary results in the near future. Moyle explained that Stevens’ results were delayed due to additional modeling
Moyle explained that if their plan costs millions of dollars, DEP will try to help get federal funding for the project from the USACE.

Moyle stated that he has never heard anyone say that Sandy aid was tied to the Rockefeller Group’s development project, political affiliation, or endorsing Governor Christie. No one ever suggested or implied that the DEP should not assist Hoboken unless Hoboken moved forward with the Rockefeller Group’s North End development project. Moyle stated that the DEP has treated Hoboken the same as it has treated other municipalities. Moyle said that he was surprised by Mayor Zimmer’s allegations.
On March 17, 2014, Reed Brodsky and Alyssa Kuhn of Gibson Dunn spoke with Patrick Murray, Director of the Monmouth University Polling Institute, who was a panelist on or about May 16, 2013 during the New Jersey television program “Superstorm Sandy: A Live Town Hall” with, among others, Commissioner Richard Constable and Mayor Dawn Zimmer.

At the outset of the call, Brodsky informed Murray that Brodsky and Kuhn represented the Office of Governor of the State of New Jersey and that Gibson Dunn was conducting an internal review of, among other things, allegations made by Mayor Dawn Zimmer.

I. Superstorm Sandy Aid

A. May 16, 2013 – NJTV Live Town Hall Event

Murray recalled attending the “Live Town Hall” on May 16, 2013. Murray confirmed that he was sitting next to Commissioner Constable, on his right. Murray recalled that Mayor Zimmer was the last to take her seat before the “Live Town Hall” began. Murray recalled that Mayor Zimmer initiated a conversation with Commissioner Constable when she sat down. Murray recalled that Commissioner Constable and Mayor Zimmer were engaged in conversation before the “Live Town Hall” began, but Murray did not recall anything specific about their conversation. Murray did not remember how long the conversation between Mayor Zimmer and Commissioner Constable lasted or how the conversation ended.

Murray did not recall anything unusual about Mayor Zimmer or Commissioner Constable’s tone during their conversation, and did not sense that Mayor Zimmer was angry
or upset. Murray said that he spoke to both Mayor Zimmer and Commissioner Constable following the “Live Town Hall,” and that neither appeared tense or upset.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Napolitano Interview Memorandum

On March 20, 2014, Vinny Napolitano was interviewed by Matthew Benjamin and Sarah Vacchiano of Gibson Dunn. Napolitano was not represented by counsel during the interview. All information contained herein was provided by Napolitano or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Napolitano has not read or reviewed the memorandum and has not adopted or approved its contents. Benjamin began the interview by administering the standard Upjohn warnings per Gibson Dunn’s protocol, and requesting that Napolitano refrain from discussing the investigation and interview with others. Napolitano stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Role and Responsibilities

Napolitano joined the Governor’s Office in March 2010 as Constituencies Liaison in the Office of Legislative and Intergovernmental Affairs (“IGA”). Napolitano was a member of the constituencies outreach team and reached out to constituent communities across the state as the Governor’s Office liaison to those communities. From November 2010 to March 2012, Napolitano served as a Regional Director in IGA. Over the course of his tenure as a Regional Director, Napolitano covered counties in the western part of New Jersey, including Hunterdon, Warren, Burlington, Camden, Gloucester, Salem, Cumberland, and Cape May. In this role, Napolitano served as IGA’s liaison to mayors, freeholders and local officials.
In March 2012, Napolitano was promoted to Director of Constituencies. In this role, Napolitano oversees the constituencies outreach team. Napolitano still serves as the liaison to certain constituent communities, including the autism community in particular, in addition to other cultural and civil constituent communities. At one point, Napolitano undertook a one-and-a-half month assignment as the department liaison to the FEMA Joint Field Office to help coordinate outreach, communication and constituent relations.

B. Relationship with Bill Stepien

Napolitano reported to Bridget Kelly during Bill Stepien’s tenure as Deputy Chief of Staff and therefore had minimal direct interaction with Stepien.

C. Relationship with Bridget Kelly

Prior to succeeding Stepien as Deputy Chief of Staff, Kelly was Director of Intergovernmental Affairs. In this role, she oversaw all of IGA. Napolitano described Kelly’s management style as hands-on.

Napolitano did not recall observing any changes in IGA operations during the transition from Stepien to Kelly. Napolitano said that when Kelly was promoted to Deputy Chief of Staff, no one was officially given Kelly’s former role and accompanying responsibilities. Renna was given Kelly’s former title but not the full set of responsibilities that Kelly had in that role. Napolitano does not know why the decision was made to organize staff in this manner.

Napolitano said that Kelly and Renna were close.

D. Interactions with the Campaign

Napolitano volunteered for the campaign during his free time. Napolitano said that he chose to volunteer and did not feel compelled to do so. When he did volunteer for the campaign, he chose to volunteer in south New Jersey, close to where he lives.

When asked about whether or not Napolitano had knowledge of former Port Authority Deputy Executive Director Bill Baroni’s involvement in soliciting potential endorsements from Fort Lee Mayor Mark Sokolich, Napolitano did not have any knowledge of Baroni seeking the Mayor’s endorsement. Napolitano said that he was not involved at all in the endorsement process.
II. Chronology of the George Washington Bridge Events

A. Spring 2013

Napolitano was not a Regional Director during the Governor’s re-election campaign, and was not involved in or aware of IGA’s endorsement efforts.

Napolitano did not recall ever personally interacting with Mayor Sokolich. Napolitano was not aware of any event occurring during the summer of 2013 that would have prompted a change in the way IGA interacted with Mayor Sokolich. Furthermore, Napolitano did not recall any issues coming up about Mayor Sokolich during the IGA weekly staff meetings. Napolitano said that Matthew Mowers, the former Regional Director in charge of Bergen County, would have raised any issues regarding Mayor Sokolich during these meetings, and Napolitano did not recall an instance where Mowers raised any issues about Mayor Sokolich.

B. January 8, 2014

1. IGA Staff Meeting with Regina Egea

[On January 8, 2014, following the release of Kelly’s communications with David Wildstein regarding the Fort Lee lane realignment, certain IGA staff members met with Regina Egea, Director of the Authorities Unit.]

During the IGA staff meeting with Egea, IGA staff disclosed to Egea that Kelly had directed them to use their personal email accounts to draft and maintain Google spreadsheets for IGA purposes. Napolitano said that, during Kelly’s tenure in IGA, Napolitano and others had assumed that Kelly’s directives were known by others in the Governor’s Office; when that no longer seemed to be the case in light of the events of January 8, 2014, in the interest of full disclosure, Napolitano and others told Egea about IGA’s process for maintaining files.

During this meeting, Renna also discussed her understanding of what IGA staffing changes were being considered in light of the Governor’s upcoming second term in office. For example, prior to January 8, 2014, Napolitano did not know and had not been advised that Kelly planned to transition him to employment with the New Jersey Department of State; he learned of Kelly’s plan during this meeting with Egea and Renna, who was most familiar with Kelly’s plans to reorganize the IGA staff.
Memorandum

On January 29, 2014, Thomas Neff was interviewed by Avi Weitzman, Rachel Brook, and Christian Hudson of Gibson Dunn. Neff was not represented by counsel during the interview. All information contained herein was provided by Neff or as indicated. Neff has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Neff refrain from discussing the investigation and interview with others. Neff stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Neff has been a state employee for almost 22 years. He is currently the Director of the Division of Local Government Services in the New Jersey Department of Community Affairs (“DCA”), and he has worked at the DCA since November 2010. He oversees a staff of 40 people, and their mission is to work with local governors, municipalities, and counties to make sure they are financially stable and complying with state laws. The Division of Local Government Services also affirmatively provides assistance to local governments when they need technical guidance.

Neff is also the Chairman of the Local Finance Board, which reviews proposals by municipalities and counties and issues debt in certain circumstances.
II. **Superstorm Sandy Aid Allegations**

A. **Interactions with Mayor Dawn Zimmer**

Neff said that over the last two or three years, he has participated in several meetings with Mayor Zimmer, usually to discuss parking issues in Hoboken. He also had several telephone conversations with the Mayor during which she asked for assistance with various issues. Finally, Neff has interacted with Mayor Zimmer in his capacity as Chairman of the Local Finance Board, since she sought approval of debts for Hoboken. Neff estimated that he spoke with Mayor Zimmer once every four or five months, and these conversations typically occurred at her request.

Neff recalled attending the November 25, 2013 stakeholders meeting related to Sandy aid. It was a briefing for North Jersey mayors. There was discussion during the meeting of Sandy aid categories. Development projects unrelated to Sandy aid projects were not discussed. Neff said that either at this meeting, or possibly at a separate meeting, Mayor Zimmer spoke generally about flooding in Hoboken, and specifically about the flooding of basements in buildings in Hoboken. Neff said that nothing that occurred in the November 25 meeting suggested that Sandy aid allocation is connected to politics, development projects, or anything of the sort. And prior to Mayor Zimmer’s recent allegations, Neff had never heard her say that Sandy aid was held up because of development projects in Hoboken.

Neff generally did not keep notes at meetings, but his calendar might reflect meetings with Mayor Zimmer. Occasionally, if meetings were formally planned there would be an agenda, particularly if the Mayor was coming before the Local Finance Board. But sometimes Neff would have informal calls with Mayor Zimmer, and he did not take notes during these calls, though some calls likely triggered letters or emails to state agencies or other follow up.

Neff said that he assisted Mayor Zimmer just as he would any other mayor. For example, approximately two years ago (sometime in 2011), a Hoboken hospital publically owned by a hospital authority was undergoing dissolution and debt refunding, requiring approvals from the Local Finance Boards for the necessary transactions. The board met and approved various applications that were contentious. Additionally, in February 2013 Mayor Zimmer came to the Local Finance Board to discuss funding possibilities when Hoboken was stressed financially. The Mayor was able to ask questions about the application process. Ultimately, Hoboken did not apply for the money.
B. Involvement with Sandy Aid

Neff is involved with the administration of two Sandy Aid programs. The first program is the Essential Services Grants Program, which allows municipalities whose finances have been adversely impacted by Hurricane Sandy to apply for funding. Neff said that Hoboken did not apply for funding through the Essential Services Grants Program.

The second program that Neff is involved in is a working group that discusses municipality issues. Neff generally chairs the working group that discusses the capacity issues that municipalities are experiencing due to Hurricane Sandy. Specifically, the working group discusses staff support and consulting support availability for municipalities and other related challenges. The working group includes people from the Governor’s Office, the Division of Local Government Services, and the Department of Community Affairs (“DCA”). The working group is an advisory group and does not provide funding to municipalities. Neff said that he was not aware of Hoboken facing any capacity issues.

Neff said that he has never seen Sandy aid allocated based on politics, quid pro quo arrangements for development, or for any other reason claimed by Mayor Zimmer in her allegations. He specifically said that he has never seen DCA Commissioner Richard Constable or anyone at the DCA issue Sandy aid based on political affiliation or endorsements. To the contrary, Neff said that Commissioner Constable always emphasized awareness and the following of federal rules and regulations. The Commissioner focused on the creation of reasonable programs administered appropriately under the laws. Neff said that Mayor Zimmer’s allegations against Commissioner Constable are inconsistent with what Neff has heard the Commissioner say in the past.
Memorandum

On January 19, 2014, and March 8, 2014, Kevin O’Dowd was interviewed by Randy M. Mastro, Alexander H. Southwell, Debra Wong Yang, and/or Sarah L. Kushner of Gibson Dunn. On January 19, 2014, O’Dowd was not represented by counsel. On March 8, 2014, O’Dowd was represented by Paul H. Zoubek of Montgomery McCracken Walker & Rhoads. All information contained herein was provided by O’Dowd or as indicated. O’Dowd has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that O’Dowd refrain from discussing the investigation and interview with others. O’Dowd stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Role and Responsibilities

O’Dowd joined the Governor’s Office as Deputy Chief Counsel the day that Governor Christie (the “Governor” or “Christie”) was inaugurated in January 2010. Previously, O’Dowd had been at the U.S. Attorney’s Office for the District of New Jersey. On or around January 31, 2012, O’Dowd became the Governor’s Chief of Staff, replacing Richard Bagger, who left the Governor’s Office in or around December 2011. During his first two years in the Governor’s Office (from 2010–2012), O’Dowd spent the majority of his time dealing with the State Legislature and forming relationships with legislators. O’Dowd eventually reported directly to the Governor on legislative issues, although he kept Christie’s then-Chief Counsel, Jeffrey Chiesa, appropriately informed as well. When O’Dowd became
Chief of Staff, he remained the point of contact with the Legislature, which meant that his personal workload was particularly busy.

B. Reporting Lines

Southwell asked about O’Dowd’s line of report as Deputy Chief Counsel and, subsequently, as Chief of Staff. O’Dowd responded that when he was Deputy Chief Counsel, he, Chiesa, and the Governor restructured the Governor’s Office such that the Chief Counsel reported directly to the Governor, as opposed to the Chief of Staff. In addition, the Chief Counsel’s and Chief of Staff’s offices were each located adjacent to the Governor’s office. When O’Dowd was Deputy Chief Counsel, he reported to Chiesa.

No substantive reporting changes were made when O’Dowd became Chief of Staff, although, in or around February 2012, two new positions were established: a Principal Deputy to the Chief of Staff and a Principal Deputy to the Chief Counsel. At that time, Lou Goetting became the Principal Deputy Chief of Staff, and Paul Matey became the Principal Deputy Chief Counsel. These new positions established a clear chain of command as to whom a deputy should report if both the Chief of Staff and Chief Counsel were unavailable. O’Dowd identified other personnel changes that were made when he became Chief of Staff, including the appointment of a new Appointments Director, Matthew McDermott, who reported to the Governor’s Chief Counsel, Charles McKenna, and Deborah Gramiccioni’s transition in the Office from the Director of the Authorities Unit to Deputy Chief of Staff for Policy. Rosemary Iannacone and Bill Stepien remained in their positions as Director of Operations and Deputy Chief of Staff of the Legislative and Intergovernmental Affairs (“IGA”) unit, respectively.

Asked to identify his regular direct report as Chief of Staff, O’Dowd explained that he had standing weekly meetings with Gramiccioni and Goetting, although these meetings did not always occur. In addition, O’Dowd met with other members of senior staff twice a week, and had weekly meetings with the Governor’s 2013 reelection campaign regarding the Governor’s schedule. Post-Superstorm Sandy, O’Dowd had weekly meetings with Marc Ferzan, Executive Director of the Governor’s Office of Recovery and Rebuilding (“GORR”), to discuss issues regarding Sandy relief.

Regarding how he managed access to the Governor, O’Dowd explained that he was fairly laid back about it, in part because he had a full workload and found it efficient for others to report to the Governor directly on matters that O’Dowd did not need to know about and/or could not address directly himself. O’Dowd remained apprised of what others had gone to the Governor about through senior staff meetings, and/or through one-on-one meetings that he had with the Governor. O’Dowd frequently interacted with the Governor.
C. “Front Office”

O’Dowd had heard the term “Front Office,” which he thought referred to senior staff, including deputies. O’Dowd understood the term “Front Office approval” to mean that someone could rely on a representation about the Governor’s position on a certain issue.

D. Responsibilities of the Deputy Chief of Staff of IGA

Southwell asked about the responsibilities of Bridget Kelly, the former Deputy Chief of Staff of IGA. O’Dowd understood that Kelly served as the liaison between the executive branch and local elected officials: Kelly and her team were responsible for interfacing with local officials to see what was going on in their respective communities and to identify any issues that the Administration could help address. For example, if there was a pothole in Bridgewater, Kelly might reach out to the New Jersey Department of Transportation (“DOT”) and ask if the agency was aware of the issue. Kelly was also responsible for organizing the logistics of various public events, including the Governor’s town hall meetings, bill signings, and breakfast meetings at Drumthwacket, where the Governor would host different constituency groups. In this regard, Kelly worked closely with the communications staff, including Deputy Chief of Staff for Communications and Planning Maria Comella, including with respect to communicating with the Governor. Kelly also oversaw who sat in the Governor’s box in various stadiums for events, and Kelly communicated with the Governor on this.

Post-Sandy, in addition to establishing GORR, the Office hired eight new staff members within IGA, who worked in the field and interfaced with local officials on Sandy-related issues. O’Dowd did not know these individuals by name. Post-Sandy, O’Dowd and others in the Governor’s Office had weekly meetings to discuss Sandy-related issues. If there was a particular Sandy relief issue that IGA’s staff in the field had learned about, Kelly would set up a call to address that.

When asked about the decision to promote Kelly to Deputy Chief of Staff, O’Dowd said that Stepien thought that Kelly, who had served as Stepien’s number two for three and a half years, was perfect for the position. O’Dowd commented that, at that time, it was unclear whether Stepien would return to the Office after the campaign and assume his former position at IGA.

O’Dowd said that when Kelly became deputy, she assumed the full set of responsibilities that Stepien had previously had in that position. O’Dowd and the Governor both viewed Kelly as qualified for the job.
E. O’Dowd’s Relationship with Bill Stepien

O’Dowd said that his relationship with Stepien was fine, that they did not interact much, and that they did not have a social relationship. If they did interact, it was usually to see what they each knew about the Governor’s position on a legislative matter in response to inquiries the Office received. When he became Chief of Staff, O’Dowd told Stepien that he should continue to talk to the Governor directly on issues that Stepien had previously handled, but should keep O’Dowd informed as necessary. O’Dowd added that Stepien was a hardworking guy who seemed to know what he was doing.

O’Dowd said that the Governor and Stepien interacted frequently. O’Dowd said that Kelly, in her role as Deputy Chief of Staff, came to O’Dowd more often than Stepien had, but that Kelly also spoke to the Governor directly about certain matters. As an example, if the Governor was annoyed that a public appearance that IGA had organized did not go well because of the crowd or because of a technical issue, the Governor would address that with Kelly directly.

Other than with respect to scheduling issues, O’Dowd did not interact with the campaign, including with Stepien, who joined the campaign in or around April 2013. O’Dowd did not recall any discussions with the campaign about securing local elected officials’ endorsements of the Governor, including whether the Office could help obtain someone’s endorsement.

F. Relationship Between Stepien and Kelly

Regarding Stepien and Kelly’s relationship, it was O’Dowd’s understanding that Stepien and Kelly were very close, that Stepien had been the one who hired Kelly, and that they had volunteered for the campaign together. O’Dowd thought that, starting probably around Labor Day 2013, Kelly volunteered for the Governor’s reelection campaign at least 4–5 nights a week, and possibly on weekends. At some point, Kelly asked O’Dowd about the rules of the road with respect to volunteering for the campaign. After conveying O’Dowd’s general understanding that it was okay to volunteer as long as it was not done on State time or with State resources, he referred Kelly to Matey. O’Dowd understood that Kelly did in fact talk to Matey about volunteering for the campaign. Regarding whether Kelly and Stepien developed a personal relationship, O’Dowd had heard rumors, but did not believe them.

G. Interactions with the Port Authority of New York & New Jersey

When asked if he had a professional relationship with anyone at the Port Authority of New York & New Jersey (the “Port Authority”), O’Dowd said that he had a relationship with David Samson, the Chairman of the Port Authority Board of Commissioners. O’Dowd did not have a relationship with David Wildstein. The first time that O’Dowd recalled meeting
Wildstein was in December 2013. Wildstein was already working at the Port Authority when O’Dowd became Chief of Staff. O’Dowd’s understanding was that Bill Baroni had hired Wildstein.

As for Baroni, O’Dowd knew Baroni when Baroni was a State legislator, but they were not particularly friendly. O’Dowd taught a class at Seton Hall when he was at the USAO and recalled running into Baroni, who was also teaching a class there at the time. O’Dowd thought that the next time that they interacted was after O’Dowd had returned to the Governor’s Office. O’Dowd dealt with Baroni sporadically in 2012, and not much in 2013. Although Baroni called the Office frequently, almost without exception, O’Dowd told his secretary to have McKenna and/or someone in the Authorities Unit take the call. As to more important Port Authority business, Samson would generally call O’Dowd or McKenna, and one of them would relay the issue to O’Dowd. O’Dowd interacted with Samson when he had to address Port Authority-related issues.

When asked what types of Port Authority-related issues would rise to O’Dowd’s level, O’Dowd recalled three examples. First, he dealt with the Port Authority around the end of 2012, regarding certain post-Sandy damage assessments. Second, in 2013, there was a controversy about the use of Chinese steel for a bridge either under the Port Authority’s or DOT’s authority, and State Senator Stephen M. Sweeney complained to O’Dowd that, unlike New Jersey and the federal government, the Port Authority did not have a “buy America” policy. O’Dowd said that lawsuits were filed in connection with this event. Because O’Dowd was unfamiliar with the “buy America” policy, he asked Director of the Authorities Unit Regina Egea to put together a memo for him on this issue so that he could get up to speed. Third, O’Dowd was briefed on developments regarding the Port Authority’s acquisition of the Atlantic City Airport, which involved high-level communications and meetings in or around September/October 2013 between and among the CEO of United Airlines, the Governor, and Samson.

II. Chronology of the George Washington Bridge Events

A. Spring 2013

O’Dowd did not know about an attempt in the spring of 2013 to get Fort Lee Mayor Mark Sokolich to endorse the Governor. O’Dowd was not involved in, and did not know about, the process of getting endorsements from local elected officials, and would learn about endorsements either right before or as they were announced.

B. August 2013

O’Dowd did not know about any plans or ideas for the lane realignment and had no role in the lane realignment.
O’Dowd was not aware at the time of an August 2013 communication between Kelly and Wildstein about Fort Lee. O’Dowd first learned of Kelly’s August 13, 2013 email to Wildstein on or around January 8, 2014, when the email was publicly released.

O’Dowd did not talk to Kelly about the lane realignment at any point before or during the lane alignment. O’Dowd’s attention was directed to meetings and other communications that he had with Kelly in August 2013.1 O’Dowd confirmed that these texts were unrelated to the lane realignment.

C. Early September 2013

Regarding communications between him and Kelly in early September 2013, before the lane realignment, O’Dowd generally recalled that, at the time, the Governor was participating in various boardwalk events that Kelly had organized. O’Dowd explained that the Governor was not happy with the logistics of these events because the Governor thought that he had been overbooked and that the events were otherwise not well-organized. O’Dowd recalled discussing the Governor’s concerns with Kelly. O’Dowd confirmed that his communications with Kelly at this time were not about the lane realignment.

1 First, regarding an August 12, 2013 calendar entry for a meeting between O’Dowd, Kelly, and Susana Guerrero at the New Jersey Department of Education (the “DOE”), and an August 14, 2013 calendar entry regarding a phone call with the same participants, O’Dowd explained that these meetings concerned an unrelated educational issue—namely, the DOE’s Grant Program for school facilities projects in “Regular Operating Districts” (commonly referred to as “ROD grants”). In particular, these meetings concerned an issue in a school in Bergen County in State Senator Sarlo’s district and notifying Senator Sarlo that the school was not eligible for a grant under the applicable statute. Kelly was involved in these DOE meetings because it was a constituent service matter that involved a State legislator. At some point, an in-person meeting was scheduled with O’Dowd, Kelly, Senator Sarlo, and his aide, so that O’Dowd and Kelly could relay to the Senator that the relevant school would not be receiving a ROD grant.

O’Dowd’s attention was directed to an August 12, 2013 (10:37 PM) text from Kelly to O’Dowd that stated, “I may try to grab 5 minutes with you tomorrow. Just want you to have foresight to a few things,” to which O’Dowd responded the next day (August 13, 2013) at 9:16 AM, “Ok. I’m around most of the day.” O’Dowd said that Kelly’s text was not about the lane realignment. O’Dowd did not specifically remember Kelly’s text to him, but recalled in general that he and Kelly were meeting around this time in connection with the ROD grant issue. O’Dowd recalled that an August 15, 2013 text from O’Dowd to Kelly, which said, “can’t wait!!!,” was about an upcoming concert.

O’Dowd’s attention was directed to two Friday, August 30, 2013 texts from Deputy Chief of Staff for Policy and Cabinet Liaison Amy Cradic to O’Dowd relaying information about the first day of school. O’Dowd explained the context in which these texts were sent: on or around Friday through that weekend, which was Labor Day weekend, the Department of Environmental Protection detected a contaminant in a public school and O’Dowd assisted in finding a temporary location to house the school’s students until the matter was resolved.
D. September 9–13, 2013 – George Washington Bridge Lane Realignment

O’Dowd was not aware of, and did not communicate with anyone about, the George Washington Bridge lane realignment before or during the week of September 9–13, 2013. O’Dowd was not aware at the time of any reported attempts by Mayor Sokolich to contact the Governor’s Office for assistance.

O’Dowd did not specifically recall a story about the lane realignment published in The Bergen Record on or around September 13, 2013. O’Dowd received the Office’s press clippings, but did not always read them. O’Dowd said that he would not think anything of a press clip about a local traffic issue on the George Washington Bridge.

O’Dowd did not attend a 9/11 Memorial event that the Governor attended. O’Dowd did not recall talking to Baroni on September 11, 2013.

O’Dowd’s attention was directed to texts between him and Kelly during the week of the lane realignment. O’Dowd confirmed that these texts were not related to the lane realignment and concerned unrelated issues, including about a State legislator’s request for funds in connection with the Marcellus bridge, certain upcoming groundbreaking events in connection with a bond initiative project that the State Legislature had recently approved, and the devastating Seaside fire that also occurred that week. O’Dowd elaborated that, after the Governor’s Office learned of the Seaside fire, the Governor and a number of Office employees, including Kelly and Comella, went to Seaside. This group visited Seaside a few days in a row, including possibly through the weekend. O’Dowd explained that Kelly was involved in setting up a mobile cabinet for the Seaside events and that, while Comella and Kelly were at Seaside, they updated him on the Governor’s events there.

As for texts between Kelly and O’Dowd on September 13, 2013, O’Dowd confirmed that these exchanges were not about the lane realignment; rather, they were discussing events that Kelly was responsible for planning, likely in connection with the Seaside fire.3

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2 September 10, 2013 12:24 PM Text from O’Dowd to Kelly (“Will you call me re: Marcellus bridge over the Passaic bridge.”); September 11, 2013 3:37 PM Text from Kelly to O’Dowd (“Spoke to Drennan. They want the full amount for the Marcellus Bridge that was removed from the budget. He’s sending me more info, but that is the ask.”); September 11, 2013 3:54 PM Texts Between Kelly and O’Dowd (Regarding the legislator’s ask in connection with the Marcellus Bridge, O’Dowd asks, “[s]o no study?” in confirming that the legislator was requesting money and not a study); Kelly, confirming what the ask was, responds, “Nope. The only study is for the Gloucester Improvement Authority request,” and, separately, “And the full amount is $10 million for the bridge.”

3 O’Dowd’s attention was directed to a September 12, 2013 text from Kelly to O’Dowd that said, “On the flip side, Bill handled it well.” O’Dowd explained that this was a reference to Stepien’s reaction upon learning that the Governor would be unable to attend a previously scheduled campaign event because he had decided to go to Seaside in response to the fire there and that the Lieutenant Governor would have to

(Cont’d on next page)
E. **September 17, 2013 Wall Street Journal Article**

O’Dowd was asked about the September 17, 2013 article in the *Wall Street Journal* regarding the lane realignment. O’Dowd did not specifically recall this article, but added that he became aware of the lane realignment around this time from press accounts.

O’Dowd confirmed that a September 17, 2013 text from him to Kelly regarding “a draft of the release,” concerned a draft press release in connection with an unrelated event—namely, an upcoming groundbreaking event in Newark regarding Panasonic. O’Dowd explained that Kelly was responsible for organizing the logistics of the event, including its attendees.

F. **Mid–Late September 2013**

When asked about a September 18, 2013 calendar entry noting a call with Samson, O’Dowd explained that the Governor had tasked Samson with talking to various cabinet members in the Administration to determine their second-term plans if the Governor was reelected and that O’Dowd assisted Samson in this process. O’Dowd and Samson discussed second-term personnel issues throughout the fall and through December 2013. O’Dowd said that the September 18, 2013 call, assuming it occurred, would have been about this subject. Likewise, O’Dowd’s September 26, 2013 lunch meeting with Samson was also about second-term personnel decisions, as well as about planning the transition to the second-term more generally, including O’Dowd’s potential nomination as Attorney General.

G. **October 1, 2013 Wall Street Journal Article**

O’Dowd was asked about the October 1, 2013 *Wall Street Journal* article that included Port Authority Executive Director Patrick Foye’s September 13, 2013 email. O’Dowd did not specifically recall reading Foye’s email at this time. O’Dowd explained his general view that the Port Authority, as a structural matter, is a dysfunctional entity, and probably has been for years. In addition, it was O’Dowd’s understanding that the

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go to the campaign event in the Governor’s place. Regarding another September 12, 2013 text from Kelly to O’Dowd that said, “I’ve just come to see it more. Incredible,” O’Dowd believed that Kelly was referring to the Governor’s instinct, which proved right, to rearrange his schedule to go to Seaside when he learned of the fire there.

4 O’Dowd’s attention was directed to two September 24, 2013 texts he received from Kelly. O’Dowd did not specifically recall what those texts were about, although he believed that the reference to Lori was about someone’s request for tickets to a gubernatorial debate that the Office was unable to grant. O’Dowd said that the “Bill” in the texts would not have referred to Baroni, but he otherwise did not know to whom it referred.
relationship between Wildstein and Baroni on the one hand, and Foye on the other, had never been great and that there was a lot of tension between them. As such, O’Dowd generally discounted information coming out of the Port Authority, and explained that his focus instead was generally on the executive branch, including the Office’s cabinet members and various departments. O’Dowd viewed the fact that the Foye email was leaked as evidence of the tension between Wildstein/Baroni and Foye, viewed the email itself as typical Port Authority squabbling, and did not think anything of it because those individuals often fought and had dramas play out in the press. O’Dowd believed that an October 2, 2013 text that he received from Stepien stating, “Patrick Foye is a bad guy,” was sent in the context of this historical tension.

H. Post-October 1, 2013

O’Dowd was asked if he discussed the October 1, 2013 Wall Street Journal article and/or the September 13, 2013 Foye email published in that article. At some point in October 2013, during one of O’Dowd’s and McKenna’s meetings with the Governor, the Governor asked about the article and what this lane realignment was all about. At some point thereafter, McKenna explained to the Governor that he had talked to someone at the Port Authority, who had explained to him that the lane realignment was a traffic study that the Port Authority had conducted.

I. October 2, 2013 – Assemblyman John Wisniewski Announces Upcoming Hearing Regarding the Lane Realignment

Southwell asked O’Dowd about his contemporaneous recollection of Assemblyman John Wisniewski’s announcement on October 2, 2013, that he was going to hold a hearing on the lane realignment. O’Dowd heard about the hearing, but at a later date. From Labor Day to Election Day, O’Dowd was constantly talking to the State Legislature, and members of the State Legislature often undertook actions (such as calling for hearings) in an effort to influence the outcome of an election. This was especially true for the 2013 New Jersey election because all 121 State legislators and the Governor were up for reelection, which is something that occurs only once every ten years. As such, O’Dowd generally discounted certain events during that period as political.

O’Dowd added that, the Wisniewski committee had been impaneled since March 2013, and that, as the Chairman of the New Jersey Democratic State Committee, Assemblyman Wisniewski had often identified supposed crises that did not materialize. In addition, O’Dowd had to deal with, and was focused on, several other unrelated issues that dominated O’Dowd’s schedule around this time.
J. October 16, 2013 – Port Authority Committee Meeting

O’Dowd’s attention was directed to an October 16, 2013 email from Egea to O’Dowd, McKenna, and Drewniak. O’Dowd recalled that State Senator Loretta Weinberg was threatening to issue subpoenas to Port Authority employees around this time.

K. October 17–18, 2013

O’Dowd’s attention was directed to an October 17, 2013 communication from Drewniak to O’Dowd. O’Dowd recalled that this was about a press inquiry from The Wall Street Journal, which was seeking comment from Drewniak about whether Wildstein was at the George Washington Bridge during the lane realignment.

L. November 2013

O’Dowd’s attention was directed to an email exchange between him and Samson on November 13–14, 2013, and a December 2, 2013 email to him from Samson. O’Dowd explained that this email concerned Baroni’s replacement for the Administration’s second term. On or around November 13, 2013, Gramiccioni was informed that she would be replacing Baroni as Deputy Executive Director of the Port Authority. From then until Baroni’s resignation was secured, Samson frequently checked in with O’Dowd to see when he planned on informing Baroni of his resignation. These November and December 2013 communications with Samson were about this.

O’Dowd first learned that the Governor was going to replace Baroni, and that Samson agreed with that decision, at some point before November 2013. O’Dowd thought that the Governor wanted to replace Baroni because of general performance-based reasons.

M. November 18, 2013 – Meeting with Senator Weinberg

The first time that O’Dowd recalled discussing the lane realignment was on or around November 18, 2013. That day, O’Dowd met with Senator Weinberg at the State House about an unrelated legislative issue. After the meeting, as Senator Weinberg was leaving, she came back and came up close to O’Dowd. She then told O’Dowd that she was not sure if he was following the Port Authority issue, that she did not think that anyone in the

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5 O’Dowd’s attention was also directed to an October 17, 2013 text message from Kelly—“Velez did well. A few cranky folks, but all in all, no real blow back.” This text was in response to a mobile cabinet meeting that Kelly had helped set up and Kelly was commenting on one of the participant’s performance at the meeting.

6 O’Dowd recalled that a November 4, 2013 text that he received, which said, “[t]ell everyone to call Bridget,” was about figuring out the logistics of the Office’s election night event.
Governor’s Office had anything to do with it, but that those “two frat boys have to go.” O’Dowd assumed that Senator Weinberg was referring to Baroni and Wildstein. O’Dowd did not recall if he said anything in response during this brief interaction.

N. November 19–22, 2013

O’Dowd recalled that he was at a Republican Governors Association meeting in Arizona with the Governor from around Tuesday, November 19, 2013, through Friday, November 22, 2013. On or about that Thursday (November 21) or Friday (November 22), or on both days, O’Dowd spoke to McKenna, who noted that Baroni was likely testifying before the Wisniewski committee that upcoming Monday, November 25, 2013. O’Dowd recalled telling McKenna that that was fine. O’Dowd explained that it was common for McKenna or Matey to call O’Dowd, the principal contact with the State Legislature, to ask him to sign off before a high-level official in the Administration, such as a commissioner or a cabinet member, testified before the Legislature. O’Dowd was generally not briefed on, or otherwise knew in advance, the substance of such a witness’s testimony. Before Baroni’s testimony, McKenna told O’Dowd generally that Baroni was going to discuss the traffic study, answer the committee’s questions, and explain “soup to nuts” what went on with the lane realignment. O’Dowd did not see the text of Baroni’s testimony before or after the hearing.

O’Dowd believed that, around Friday, November 22, 2013, he mentioned to the Governor that Baroni would be testifying before the Wisniewski committee, as it was not uncommon to tell the Governor if someone senior like Baroni would be testifying before a legislative committee.

O’Dowd’s conversation with McKenna was not the first time that O’Dowd had heard that the lane realignment was a “traffic study” as an explanation for what had occurred, but did not recall specifically why he thought that or from whom he would have first heard it. When asked if there was any reason to think that there was anything out of the ordinary about such a study, O’Dowd said no. O’Dowd added that, to the contrary, the fact that McKenna was interfacing with Baroni gave O’Dowd confidence in the upcoming hearing because McKenna was non-political. McKenna also told O’Dowd that Nicole Crifo and individuals from the Port Authority were involved in interfacing with Baroni in advance of his testimony.

O. November 25, 2013 – Baroni’s Testimony

O’Dowd did not have time to listen to Baroni’s testimony. O’Dowd did not recall if McKenna checked in with him after Baroni’s testimony and did not recall discussing the hearing with Baroni.
P. November 30, 2013

O’Dowd’s text message exchange with Kelly on or around November 30, 2013, concerned Kelly informing him that she would be out of the office for the next few days due to a death in her family.

Q. December 2, 2013 – Press Conference and Governor’s Nomination of New Attorney General

O’Dowd recalled that the Governor’s December 2, 2013 press conference was about personnel announcements for the Administration’s second term. At that press conference, the Governor announced O’Dowd’s nomination as the next Attorney General of New Jersey. O’Dowd first learned of his potential nomination in the summer of 2013, when the Governor mentioned the prospect to him.

R. Post-December 2, 2013 Press Conference

At some point after the December 2, 2013 press conference, O’Dowd, Drewniak, and the Governor were in O’Dowd’s office, during which meeting Drewniak mentioned Wildstein’s allegations. O’Dowd explained that this conversation about Wildstein’s allegations arose in the wake of the December 2, 2013 press conference because a reporter there had asked the Governor about the lane realignment. During their conversation, O’Dowd recalled Drewniak mentioning the following statements that Wildstein had made to Drewniak—namely, (1) that Wildstein saw the Governor at a public 9/11 Memorial event, where Wildstein mentioned the lane realignment to the Governor; (2) that, in addition to Drewniak, Wildstein had also made this same claim to Kelly and Stepien; and (3) that Samson and Baroni were also at the 9/11 Memorial event. The Governor responded that he was at the 9/11 Memorial event, that he saw Wildstein, Baroni, and Samson there, but that he had no recollection of anyone mentioning to him anything about a lane realignment and that, even if someone had, it would not have registered with him. O’Dowd did not recall discussing Wildstein’s resignation or a dinner between Drewniak and Wildstein at this meeting, although he recalled learning of this dinner at some point after January 8, 2014. O’Dowd did not recall the Governor stating that he had spoken to Stepien about the lane realignment and whether Stepien had any knowledge of, or involvement in, the lane realignment.

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7 O’Dowd’s attention was directed to a text message that he sent to the Governor on December 4, 2013, which said, “Got it. Will call bill now.” O’Dowd explained that this was in connection with some controversial statements made in connection with the DREAM Act and that this text was in response to the Governor’s instruction to him to call either Bill Stepien or Bill Palatucci to address the issue.
S. December 6, 2013 – Meeting with Wildstein About His Resignation

O’Dowd, who was on a family vacation in Florida from around December 6–11, 2013, was not involved in securing Wildstein’s resignation.

O’Dowd learned that Wildstein would be asked to resign at some point before December 6, 2013, but O’Dowd did not specifically recall how or when he learned this. O’Dowd suspected that Wildstein would be let go sometime after Baroni’s testimony. When asked if O’Dowd knew why Wildstein was asked to resign, O’Dowd explained that Wildstein and Baroni failed to properly communicate to relevant parties the implementation of the traffic study, that Baroni testified to that, and that this failure was viewed as the final straw. O’Dowd added that, at that point, it had already been decided that Baroni would resign at the end of 2013, and O’Dowd knew that Baroni’s replacement, Gramiccioni, did not have a relationship with Wildstein. When asked who in the Governor’s Office knew about Baroni’s pending resignation on or around December 6, 2013, O’Dowd said that he, the Governor, McKenna, and, possibly Samson knew.

O’Dowd spoke to McKenna after McKenna’s meeting with Wildstein, but O’Dowd did not specifically recall when. During O’Dowd’s and McKenna’s conversation, McKenna said that, during his meeting with Wildstein, Wildstein told McKenna that the traffic study was Wildstein’s idea and legitimate, but that it was a mistake not to have informed the police beforehand. Wildstein also told McKenna that Wildstein understood that the Fort Lee situation had become a distraction and, as a result, he would resign. McKenna said that this meeting was pleasant and not contentious. At the time, it was intended that Wildstein’s resignation would be effective as of December 31, 2013.

T. December 9, 2013 – Wisniewski Committee Hearing

Southwell asked about O’Dowd’s awareness of the December 9, 2013 hearing before the Wisniewski committee. O’Dowd, who was on vacation at the time, did not listen to this testimony, did not have any pre-awareness of, or discussions about, the substance of the testimony, and did not have any discussions about the testimony thereafter.

U. December 12, 2013

1. Meeting with the Governor

On December 12, 2013, O’Dowd had a number of meetings scheduled. First, he had a meeting with McKenna and DCA Commissioner Richard Constable at the State House regarding Constable’s plans for the Governor’s second term.

Thereafter, O’Dowd had a meeting with the Governor at Drumthwacket that was unrelated to Fort Lee. When O’Dowd arrived at Drumthwacket for that meeting, he walked
through the dining room, where the Governor was finishing a meeting with Stepien. O’Dowd recalled that the Governor commented that the focus on the lane realignment issue had become a distraction and instructed O’Dowd to talk to Kelly to determine whether she had any knowledge of the lane realignment. O’Dowd then went upstairs and, at some point outside of Stepien’s presence, the Governor told O’Dowd that the Governor had been questioning Stepien about his knowledge of, or involvement in, the lane realignment, and that Stepien explicitly denied any such knowledge or involvement. O’Dowd also believed that the Governor told him at this time that the announcement of Stepien as the head of the New Jersey Republican Party had been delayed.

When asked why the Governor would be discussing the Fort Lee issue with Stepien, O’Dowd thought that, by this point, Drewniak had already told O’Dowd and the Governor about Wildstein relaying his claims to Kelly and Stepien. In addition, by that time, there was speculation in the press that the lane realignment was political retribution. As such, it would have been logical for the Governor to ensure that those working on his campaign and those in IGA were not involved with the lane realignment and, as such, it was logical to talk to Stepien and Kelly, the Governor’s campaign manager and the head of IGA, respectively, to determine this. Further, it was generally known that Baroni, Wildstein, Stepien, and Michael DuHaiame have known each other for a long time and are close, and that, more recently, Kelly had become friendly with this group. Thus, it made sense that the Governor would talk to Stepien to see if he knew anything about those individuals’ involvement in the lane realignment.

During O’Dowd’s and the Governor’s unrelated meeting, a story was released in the press about an alleged conversation between Governor Christie and Governor Cuomo in which the former told the latter that Foye should back off on his investigation of the lane realignment. O’Dowd confirmed that his text messages with Matey and Cuomo’s aide Howard Glaser, respectively, were about this news story. O’Dowd and the Governor briefly discussed this article and the Governor said that the allegations in the story were not true.

After their meeting, O’Dowd and the Governor each returned to the State House. At that point, O’Dowd met with Senator Sweeney on an unrelated matter.

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8 December 12, 2013 Text from Glaser to O’Dowd (“Call me plz time sensitive press inquiry.”); December 12, 2013 Text from Matey to O’Dowd (“You are aware of WSJ article reporting call to Cuomo.”); December 12, 2013 Text from O’Dowd to Matey (“What does it say?”); December 12, 2013 Text from Matey to O’Dowd (“They spoke privately and he told Cuomo Foye[e] ‘pressing too hard to get to the bottom’ of issue.”); December 12, 2013 Text from Matey to O’Dowd (“It’s on Dolan clips now.”); December 12, 2013 Text from O’Dowd to Matey (“With [the Governor] now.”).
2. **Conversation with Kelly**

Back at the State House, O’Dowd tried to meet with Kelly in person, but she was out of the office, taking care of her daughter, who had just had surgery. Thus, later that day, O’Dowd called Kelly when he was in a car on his way to the Governor’s office in Newark, where O’Dowd was scheduled to meet with Baroni that evening. During the call, O’Dowd asked Kelly if she knew anything about the lane realignment before it occurred. Kelly unequivocally denied any contemporaneous knowledge of the lane realignment. Kelly also asked O’Dowd why he was asking; O’Dowd responded that the Governor had directed him to talk to her. O’Dowd inquired further whether she had any text messages or emails on the subject, and Kelly responded that she did not think so. Nonetheless, O’Dowd directed Kelly to review her text messages and emails and check if she had any evidence on the question. O’Dowd further instructed Kelly that she should let him know right away if she found anything. Later that evening, O’Dowd called the Governor and informed him of Kelly’s denial of any contemporaneous or before the fact knowledge of the lane realignment.

3. **Meeting with Baroni About His Resignation**

That evening, December 12, 2013, O’Dowd and McKenna met with Baroni to discuss his resignation. McKenna had driven to Newark in a different car than O’Dowd. At the meeting, O’Dowd got straight to the point since O’Dowd understood from Samson and the Governor that Baroni already knew that he would be asked to step aside at the end of the year. O’Dowd did not think that Baroni was surprised by the meeting other than the timing of his resignation—Baroni was told that he had to resign the next day, December 13, 2013. O’Dowd told Baroni that Gramiccioni would be replacing him. Baroni apologized that the traffic study had become such a distraction, and did not contest resigning.

During the meeting, Baroni said that everything that he had said in his testimony was true, and reiterated that the traffic study was legitimate, although mistakes were made in terms of not providing an appropriate “heads up” about the study. O’Dowd found Baroni credible, and did not consider this meeting to be the proper forum to further discuss the lane realignment.

During the meeting, Baroni asked about his severance package, to which O’Dowd responded that he did not know what employees received when they left the Port Authority. Baroni also expressed concern that it would be hard for Baroni to get a new job. O’Dowd told Baroni that DuHaime might be able to offer Baroni a temporary job until he could find other employment. O’Dowd also told Baroni that he should talk to Drewniak about a resignation statement, which O’Dowd understood the Governor would issue the following day. O’Dowd learned that DuHaime offered a job to Baroni at some point before this December 12 meeting.
At the end of the meeting, McKenna asked Baroni to send in Wildstein, who was at the Newark office that day because McKenna had asked to meet with him. When Wildstein came down to meet with McKenna, O’Dowd left the room and called the Governor, then Samson, and then DuHaime to confirm to each of them that he had spoken to Baroni about his resignation. During his call with Samson, O’Dowd told Samson to expect a call from Baroni about indemnification. O’Dowd told DuHaime either to call Baroni or that Baroni would be calling DuHaime regarding DuHaime’s offer to hire Baroni. After those calls, O’Dowd joined the meeting with Wildstein and McKenna. O’Dowd introduced himself to Wildstein because they had not previously been introduced. At that meeting, Wildstein was told that his resignation would be effective the next day (December 13, 2013), rather than at the end of the month.

4. Conversation with Gramiccioni

At some point that evening, after his meetings with Baroni and Wildstein, O’Dowd spoke to Gramiccioni on the phone, during which conversation O’Dowd told Gramiccioni about his meeting with Baroni earlier that day. On the call, O’Dowd said that Baroni might be reaching out to Gramiccioni as his successor. O’Dowd and Gramiccioni also briefly discussed whether or not the Governor was going to hold a formal press conference the next day or simply issue a press statement about Gramiccioni’s new position.

V. December 13, 2013

1. Pre-Senior Staff Meeting

O’Dowd first learned that the Governor would hold a press conference either on the night of December 12, 2013, or on the morning of December 13, 2013.

O’Dowd recalled that when he arrived at the State House the morning of December 13, 2013, he first talked briefly with Gramiccioni in her office, at which point she told him that she had heard from Baroni that there was an email indicating that Kelly had contemporaneous knowledge of the lane realignment. When asked if his conversation with Gramiccioni was cause for concern in light of O’Dowd’s conversation with Kelly the day before, O’Dowd said that it was not. O’Dowd had asked Kelly to review her emails and then follow up with him that day, and it was still early in the morning.

Shortly after his meeting with Gramiccioni, O’Dowd received a text message from the Governor instructing O’Dowd to convene senior staff and Drewniak in the Governor’s office for a meeting at 10 a.m. O’Dowd asked a secretary to pass that message along to the senior staff. O’Dowd did not reach out to Kelly before the senior staff meeting because O’Dowd was planning on meeting with Kelly afterwards.
2. Senior Staff Meeting

O’Dowd thought that everyone on senior staff was present at the December 13, 2013 meeting except Ferzan, who was away that day. O’Dowd described the setup of the meeting: everyone other than the Governor was sitting, with O’Dowd immediately to the Governor’s right, and McKenna immediately to the Governor’s left, which was where the two of them generally sat in relation to the Governor. The Governor stood at the head of the table. At the meeting, the Governor explained that he was upset in general about the way that the Office had been performing since the election. The Governor said that, along with the success that the Administration was experiencing came greater scrutiny, and that a spotlight praising the Administration one day could quickly become a search light the next. O’Dowd explained that he understood that the purpose of the meeting was to serve as a wakeup call to senior staff regarding their overall post-election performance and to address the lane realignment and the press scrutiny surrounding it in particular.

O’Dowd recalled that the Governor then explained that he was going to hold a press conference that day to put the lane realignment issue to bed. The Governor said that if anyone had any knowledge of, or involvement in, the lane realignment that they had to come forward with that information before the press conference. The Governor said that this was the time to speak up because the situation was about to go to a whole new level, as the Governor was going to hold a press conference later that day and tell everyone about this meeting. As he said this, the Governor looked around the room and made eye contact with each person. The Governor then explained that he, O’Dowd, and McKenna would be in their respective offices for the next hour and a half until the press conference began. O’Dowd recalled that the Governor made clear that this meeting was the venue in which to come forward, or, alternatively, to see the Governor, McKenna, or O’Dowd before the press conference began.

O’Dowd said that this meeting was unlike any meeting he had ever had with the Governor. In all respects, O’Dowd said, the environment was unusual. When asked why the meeting was out of the ordinary, O’Dowd elaborated that it was the first time that he recalled the Governor questioning his senior staff about whether there was something that the Governor did not know, although it was not the first time that O’Dowd had seen the Governor agitated. O’Dowd said that the Governor seemed upset about the communications strategy in response to the lane realignment, and that he wanted to put the matter behind the Office in a definitive way since there was no proof of anything improper or any involvement by Office employees. The Governor, however, did not want to make such an announcement until he asked his staff whether anyone knew anything and was assured that he was not being misled. It was obvious to O’Dowd that the Governor had nothing to do with the lane realignment, and that the Governor wanted to make sure that no one else in the Office was involved.
No one said anything in response to the Governor at the meeting. O’Dowd did not recall others’ demeanor in the meeting because he was at the head of the table, looking at the Governor, which meant that everyone else was behind O’Dowd. As everyone was leaving the meeting, O’Dowd observed that people seemed taken aback in response to the Governor’s general criticisms of the Office’s post-election performance.

3. Post-Senior Staff Meeting and Pre-Press Conference

Shortly after the meeting, O’Dowd went to Kelly’s office and asked if she had reviewed her emails, to which Kelly replied she had. O’Dowd recalled that Kelly was sitting at her desk and he was standing over it. Kelly told O’Dowd that she found one email, which she showed in hard copy to O’Dowd. O’Dowd said that it was an email from Christina Renna to Kelly that Kelly had then forwarded to Wildstein. Renna’s email in the chain relayed a message from Evan Ridley in IGA that the Mayor of Fort Lee had called to complain about the traffic and that the Mayor sounded annoyed. Kelly explained to O’Dowd that forwarding this email to Wildstein was typical, as Kelly’s responsibilities included notifying the appropriate entity/individual of an issue that a local official brought to IGA’s attention. O’Dowd said that, on its face, Mayor Sokolich’s message clearly concerned an issue involving the Port Authority such that Kelly would know to forward it to Wildstein. O’Dowd said that the date of the email was September 12, 2013, and thus thought that this was the email that Baroni had speculated existed showing Kelly’s contemporaneous knowledge of the lane realignment. O’Dowd then asked Kelly if she had any other knowledge of, or involvement in, the lane realignment other than this email, and Kelly responded that she did not. O’Dowd asked Kelly if she had looked through her work and personal email accounts, and her phone, to see if there was anything else about the lane realignment, which Kelly said she did. O’Dowd said that Kelly was a bit defensive at this point and that, in response to O’Dowd asking Kelly whether this was the only document she had about the lane realignment, Kelly said yes, this was all she found, and that she sometimes deletes her emails. O’Dowd then told Kelly to keep looking through her emails and phone and that he would be in his office if she wanted to tell him anything else. O’Dowd took the September 12, 2013 email with him and left Kelly’s office. When asked if anyone else was present in this meeting, O’Dowd recalled that Kelly’s office door was open during the meeting and that Stepien may have been near or around the office while the meeting was going on, as Stepien was at the State House that day for the press conference.

When asked why O’Dowd did not question Renna and/or Ridley about their knowledge of or involvement in the lane realignment after seeing the September 12, 2013

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9 The version of the email that Kelly showed O’Dowd did not contain any commentary other than in the initial email from Renna to Kelly. In particular, this version of the email did not contain Kelly’s “Good.” response to Renna.
email, O’Dowd explained that this email chain did not strike him as unusual. O’Dowd elaborated that Renna and Ridley would have been the natural recipients in IGA of a complaint that IGA received from a local official, and, in the course of their responsibilities, would have been the ones to relay any such complaint to their boss, Kelly. When asked if O’Dowd ever discussed this meeting with Renna, O’Dowd replied that shortly before Renna left the Office on or around January 30, 2014, she told O’Dowd that, at some point, Kelly had told Renna about this meeting and that Kelly had denied to O’Dowd any involvement in or prior knowledge of the lane realignment.

A short while after this meeting, Kelly came to O’Dowd’s office. Kelly said she was concerned about what the Governor thought of her and asked O’Dowd whether the Governor had lost confidence in her. She asked O’Dowd if she needed to talk to the Governor. O’Dowd responded that it was her decision—a response prompted, in part, by the fact that Kelly was habitually concerned about how she was perceived by the Governor and O’Dowd was anticipating soon leaving the Governor’s Office.

Before the press conference, O’Dowd reported his meetings with Kelly to the Governor, including that Kelly continued to deny any involvement in the lane realignment, as she had done the day before. O’Dowd also described and showed the Governor the September 12 email that Kelly had provided to O’Dowd. O’Dowd told the Governor that this email was consistent with Kelly’s denial of any involvement in or prior knowledge of the lane realignment.

At the time, O’Dowd gave Kelly the benefit of the doubt and had no reason to think that she was lying about her knowledge of or involvement in the lane realignment. O’Dowd noted that Kelly had been at the State House for a long time, and was someone who O’Dowd believed at the time cared deeply about the Governor and the Administration.

O’Dowd did not recall meeting with anyone else before the press conference. O’Dowd did not recall if he spoke to McKenna before the press conference, but O’Dowd may have subsequently learned that Drewniak spoke to McKenna before the press conference.

4. Press Conference

During the press conference, Kelly, who was standing about fifteen feet from O’Dowd, texted O’Dowd, again asking him whether or not she should speak to the Governor to make sure he had not lost confidence in her. O’Dowd did not respond.

5. Post-Press Conference

After the press conference, Kelly came back to O’Dowd’s office with another email—this time, a September 23, 2013 email from Jeanne Ashmore in the Governor’s
Office of Constituent Relations to Kelly, forwarding without comment a letter from Senator Weinberg to Port Authority Commissioner William “Pat” Schuber, which Kelly then forwarded to Wildstein without comment. At this point, O’Dowd was upset because Kelly had told him before the press conference that she had no other emails regarding the lane realignment. O’Dowd was not upset over the substance of the email, which was still consistent with Kelly’s claim that she had no prior knowledge of the lane realignment; rather, he was upset because he could not understand how Kelly had not already found this email because Kelly had been searching through all of her emails and texts since the night before pursuant to O’Dowd’s instructions. At that point, O’Dowd directed Kelly to keep looking through her emails and documents to see if there was anything else about the lane realignment therein. O’Dowd relayed this meeting and second email to the Governor either later that day or the next day, on December 14, 2013.

O’Dowd’s attention was directed to texts between him and Kelly after their post-press conference meeting, in which texts Kelly told O’Dowd that she had to leave work early that day to take care of her kids. O’Dowd believed that, because he had just reprimanded Kelly, and it was obvious that O’Dowd was upset with her, Kelly probably did not want to tell him this in person.

O’Dowd generally recalled speaking to Egea around this time about whether she would keep the same assistant as O’Dowd when she became Chief of Staff.

W. December 14, 2013

On December 14, 2013, O’Dowd had a telephone conversation with DuHaime. During that call, DuHaime said that he had talked to Wildstein earlier that day and that Wildstein had reiterated to DuHaime that the lane realignment was Wildstein’s idea, that it was a legitimate traffic study, and that there was no merit to the allegations suggesting otherwise.

O’Dowd also spoke to Stepien on December 14, 2013. During that conversation, Stepien said that, at a Christmas party the night before—on December 13, 2013—Assemblyman Wisniewski told Woodbridge Mayor John McCormac that he (Wisniewski) either had or was aware of a document that showed that someone in the Governor’s Office knew about the lane realignment. O’Dowd believed that he then told Stepien about the September 12, 2013 document that Kelly had shown O’Dowd the day before (December 13, 2013), and that O’Dowd and Stepien both concluded that this must have been the email to which Assemblyman Wisniewski was referring. It was O’Dowd’s understanding that Stepien had also told the Governor that day about Assemblyman Wisniewski’s statement.

Later that day, on December 14, 2013, O’Dowd spoke to the Governor on the phone about O’Dowd’s conversations earlier that day with DuHaime and Stepien, respectively. During this call, O’Dowd and the Governor concluded that the September 12, 2013 email
was the email that Baroni and Assemblyman Wisniewski had referenced to others as the email suggesting that someone in the Governor’s Office had knowledge of the lane realignment. O’Dowd came away from this call with the understanding that they had finally gotten to the bottom of the issue.

X. January 8, 2014

1. Kelly’s Emails Revealed in The Bergen Record

On the morning of January 8, 2014, Comella called O’Dowd and told him to go online because an email from Kelly about a traffic study had been released to the press. Either during this call or around the same time (O’Dowd did not specifically recall), Comella told O’Dowd either that she would tell the Governor about the leaked email or that she already had. Also that morning, Kelly tried calling O’Dowd, but they did not connect. O’Dowd understood that Comella spoke to Kelly at some point that morning about the press being outside of Kelly’s house, and that Comella told Kelly to stay home and that the Office would get back to her.

That morning, on January 8, 2014, O’Dowd also spoke to the Governor about the leaked email. The Governor was stunned and instructed O’Dowd to convene a meeting that day at Drumthwacket. The Governor told O’Dowd who to invite to the meeting.

2. Meeting at Drumthwacket

When O’Dowd arrived at Drumthwacket later that day, there was a stack of the emails that had been publicly released that morning. O’Dowd reviewed those emails and the articles in which they appeared later that day.

O’Dowd explained that everyone at the meeting at Drumthwacket was in “shock” and “spinning,” as they could not believe that something like this could come out after the Governor’s December 13, 2013 meeting, which was the chance to come clean. O’Dowd said that the Governor was outwardly emotional and welled up in tears. At the meeting, the Governor asked those assembled whether there was anyone else who knew anything about the lane realignment, and the answer was, no. O’Dowd sensed that no one could believe that they were sitting in that meeting and that it was a surreal environment. O’Dowd thought that there were approximately 10–12 people in the room at the time, but he did not specifically recall who was there. More people arrived at Drumthwacket as the day progressed.

January 8, 2014, was an extremely chaotic day, and O’Dowd was affected on a personal level for multiple reasons. First, he received calls from legislators as to whether his Attorney General confirmation hearings, which were scheduled to begin the following week, should be postponed. Second, Kelly had worked for O’Dowd, and O’Dowd had questioned her about the lane realignment. O’Dowd was angry that Kelly had lied to him.
O’Dowd recalled a discussion about whether the Office should try to speak to Kelly. O’Dowd said that there was a quick consensus that it would not be appropriate to have a dialogue with Kelly. O’Dowd did not remember who led that discussion, but generally recalled that those involved did not want to allow for any suggestion that the Office was trying to coach or influence Kelly. Moreover, at that point, it was too late to have a discussion with Kelly because it was now clear that she had lied to him and the Office about her involvement in the lane realignment. Thereafter, the Governor directed his new Chief Counsel, Chris Porrino, to call Kelly the following day (on January 9, 2014) to terminate her employment.

There was also a discussion about whether Kelly and Stepien should have attorneys to help them navigate the media onslaught that had already begun in connection with the lane realignment. O’Dowd did not recall who led this discussion. O’Dowd recalled that Walter Timpone and Kevin Marino were mentioned as potential lawyers for Kelly and Stepien, but he did not recall who mentioned these names or who called either of them and what came of that discussion. O’Dowd was not involved in contacting these attorneys. O’Dowd said that this discussion was not related to any suggestion that there had been unlawful activity in connection with the lane realignment.

O’Dowd recalled that there was also a meeting between Porrino, Matey, and Drewniak at Drumthwacket that day (January 8, 2014). O’Dowd thought that the Governor had asked Porrino to have this meeting, and that the three of them met for over two hours in a separate room at Drumthwacket. O’Dowd did not know the purpose of this meeting, but thought that it was in line with trying to figure out who else knew what. When asked if Drewniak was viewed as close to Kelly, Stepien, Wildstein, and/or Baroni, O’Dowd said that his understanding was that Drewniak had a relationship with Wildstein and Baroni, and that Drewniak was going to be the press secretary at the Port Authority, but that Drewniak did not have a relationship with Kelly or Stepien. O’Dowd generally recalled learning about this Drewniak interview, and that his general impression at the time was that Drewniak was not involved with the lane realignment.

Regarding what else occurred at Drumthwacket on January 8, 2014, O’Dowd said that there was a discussion over severing ties with Stepien. According to O’Dowd, the Governor instructed DuHaime to go talk to Stepien, who was not at Drumthwacket, which DuHaime did. Subsequently, DuHaime returned to Drumthwacket. At some point, after much discussion, the Governor decided to sever ties with Stepien. O’Dowd said that the Governor was unequivocal about that decision, but that the Governor did want to discuss how to publicly communicate that fact. O’Dowd explained that while it was clear from the publicly released emails that Kelly had lied about her involvement in, or knowledge of, the lane realignment, the evidence was less clear at that point as to whether or not Stepien had lied about having prior knowledge of or involvement in the lane realignment, although the released emails suggested that Stepien might have known more about the situation. O’Dowd
said that, regardless, the Governor knew that he had to sever ties with Stepien because the publicly released emails showed Stepien in a poor light given his potential roles.

On January 8, 2014, there was also a discussion at Drumthwacket as to whether the Governor would hold a press conference that day or on January 9, 2014. Once it was decided that the Governor would speak on January 9, those at Drumthwacket participated in a mock Q&A session with the Governor, which was how the day at Drumthwacket ended. During this session, the Governor became very emotional again.

III. Superstorm Sandy Aid Allegations

O’Dowd had not previously heard about or discussed the allegations that Hoboken Mayor Dawn Zimmer had recently alleged against the Lieutenant Governor in connection with Superstorm Sandy aid and the Rockefeller Group. O’Dowd was shocked when he read Mayor Zimmer’s allegations and he did not believe them.

IV. Document Retention Notices

O’Dowd received the document retention notices and is in compliance with them.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File

From: Gibson, Dunn & Crutcher LLP

Re: Orsen Interview Memorandum

On January 23, 2014, January 27, 2014, February 12, 2014, and February 18, 2014, Melissa Orsen was interviewed by Randy M. Mastro, Alexander H. Southwell, Reed Brodsky, Rachel Brook, Sarah L. Kushner, and/or Alyssa Kuhn of Gibson Dunn. Orsen was not represented by counsel during the interview. All information contained herein was provided by Orsen or as indicated. Orsen has not read or reviewed this memorandum and has not adopted or approved its contents. Mastro began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Orsen refrain from discussing the investigation and interview with others. Orsen stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Professional Background

In 1997, Orsen graduated from the University of Delaware, and in 2000, she received her J.D. from Widener University School of Law. Shortly after graduating from law school, Orsen, who had always wanted to work for the State, joined the Attorney General’s Office for the State of New Jersey.

While at the Attorney General’s Office, one of Orsen’s main clients was the Department of Community Affairs (“DCA”). Around 2003, Orsen left the Attorney General’s Office and became Chief Counsel for the Council on Affordable Housing, a unit within DCA. In 2010, Orsen joined DCA as Commissioner Lori Grifa’s Chief of Staff. In March 2012, Orsen joined the Governor’s Office as Lieutenant Governor Kimberly
Guadagno’s Deputy Chief of Staff, and, shortly thereafter, became the Lieutenant Governor’s Chief of Staff.

Orsen is not a political person. At one point, she was a registered Democrat, but thought that she might currently be a registered Independent. Orsen’s political affiliations never came up when she joined the Governor’s Office. She assumed that the Office thought that she was liberal leaning because she had previously worked under Grifa, but Orsen reiterated that she is not political.

B. Role and Responsibilities

By way of background, Orsen explained that the Lieutenant Governor of New Jersey also serves as the Secretary of State. Orsen stated that the Lieutenant Governor serves three roles: (1) the Lieutenant Governor is involved in securing, retaining, and expanding businesses in New Jersey; (2) in her capacity as Secretary of State, the Lieutenant Governor interacts with various constituency groups, including minority groups, business groups, veterans groups, and labor groups; and (3) the Lieutenant Governor attends events on behalf of the Governor’s Office.

As Chief of Staff, Orsen assists the Lieutenant Governor both in terms of her schedule and message. Part of Orsen’s job is to make sure that the Lieutenant Governor is up to date on what is going on in the Governor’s Office given that the Lieutenant Governor is often on the road and unable to attend meetings.

As Chief of Staff, Orsen is not immersed in policy within the Governor’s Office, so she often does not know the politics behind the Lieutenant Governor’s schedule. Instead, in connection with coordinating the Lieutenant Governor’s schedule, Orsen serves as a middleman, often between the Lieutenant Governor, the Legislative and Intergovernmental Affairs (“IGA”) unit within the Governor’s Office, and the Governor’s reelection campaign. Orsen said she typically did not ask why the Lieutenant Governor was sent on particular tours or to particular events, but occasionally, if the Lieutenant Governor pushed back, Orsen would call IGA for an explanation.

Orsen had no knowledge of who, if anyone, the Governor’s Office sought endorsements from and did not know if Hoboken Mayor Dawn Zimmer was ever asked to endorse the Governor.

II. Superstorm Sandy Aid

Orsen explained that the Lieutenant Governor played no role in administering Sandy aid. While the Lieutenant Governor was generally aware of Sandy aid and relevant programs in connection with certain events in particular communities, the Lieutenant Governor had no role in determining how Sandy relief would be distributed. Orsen and the Lieutenant Governor did not often discuss Sandy relief.
The Lieutenant Governor has attended some of the Governor’s Office’s Sandy relief weekly meetings. Orsen almost always attended these meetings because it was helpful for the Lieutenant Governor to be kept abreast of the issues when on the road. Orsen explained that if it was announced, for example, that a restaurant received a specific grant, the Lieutenant Governor might visit that restaurant if she was in the community and knew to discuss the grant. Orsen said that when the Lieutenant Governor attended the Sandy relief meetings, she generally did not participate, though she occasionally asked questions. Neither the Lieutenant Governor nor Orsen took notes during the meetings, which generally highlighted what the Governor needed to be aware of in the upcoming week.

When asked whether the Governor’s Office based Sandy relief decisions on politics, Orsen said, “No.” Orsen had no knowledge of any discussions linking Sandy aid to local support for private economic development made on the basis of political connections. Orsen said that, to her knowledge, none of the decisions made in the Sandy relief weekly meetings were based on politics.

It was part of the Lieutenant Governor’s job to visit communities and talk to constituents, but if any conversations related to Sandy relief, the Lieutenant Governor would probably relay the information back to IGA or the Governor’s Office of Recovery and Rebuilding (“GORR”). There were occasions when the Lieutenant Governor would get involved in areas that were not her primary areas of focus, but Orsen did not recall the Lieutenant Governor doing that with respect to Sandy relief because it had too many moving parts and was very complex. While the Lieutenant Governor’s inclination has been to try to help, when it came to Sandy relief, Orsen recalled that the Lieutenant Governor generally referred any questions or issues to others responsible.

### III. Superstorm Sandy Aid Allegations

#### A. Background on the May 13, 2013 ShopRite Event

Orsen explained how the Lieutenant Governor’s office would prepare the Lieutenant Governor for a public event like the May 13, 2013 ShopRite event. The office would prepare a briefing for each such event and meeting that the Lieutenant Governor was scheduled to attend. The briefings staff would obtain information about the event or meeting from the appropriate department, on-the-ground team, and, if relevant, Sandy staff, so that the Lieutenant Governor would be familiar with what could be discussed at the meeting or event. IGA would let Orsen know if there was anything happening at the local level of which the Lieutenant Governor should be aware.

Orsen said that the Lieutenant Governor and Mayor Zimmer knew each other and had a friendly, professional relationship. Orsen said that the Lieutenant Governor’s relationship with Mayor Zimmer did not change after the May 13, 2013 ShopRite event. Orsen did not recall the Lieutenant Governor ever saying anything negative about Mayor Zimmer.
On May 10, 2013, Orsen attended the senior staff retreat at Drumthwacket in Princeton, New Jersey. Orsen explained that the senior staff has a retreat every three months to discuss outstanding policy issues. Orsen explained that the retreat had a pre-set agenda with presentations prepared by members of the senior staff. Orsen said that typically, the Policy Office had the largest role during the retreat.

Orsen recalled arriving at the senior staff retreat around lunch time on May 10, 2013, leaving around 9:00 p.m. or 10:00 p.m. that night, and returning the next morning. The Lieutenant Governor also attended the senior staff retreat. Orsen did not recall the May 13, 2013 ShopRite event or the Rockefeller Group’s development project in Hoboken coming up during the retreat. Orsen said that had there been a presentation on economic development, she would have probably remembered it, because that was a subject about which Orsen was knowledgeable.

B. May 13, 2013 – The ShopRite Event

Had the May 13, 2013 ShopRite event not been the subject of recent public scrutiny, Orsen would likely not have remembered that the Lieutenant Governor attended that event. Only after refreshing her recollection by reviewing her emails did Orsen recall that Mayor Zimmer had asked to meet with the Lieutenant Governor at the ShopRite event. Orsen explained that these events were very common—they happened on a daily basis—so there was no reason for this event to stand out.

Orsen did not travel with the Lieutenant Governor and did not attend the ShopRite event. Orsen noted that she talks to the Lieutenant Governor often, but that the Lieutenant Governor never discussed her May 13, 2013 meeting with Mayor Zimmer. Orsen did not recall talking to Luciana DiMaggio about the event, and did not recall emailing with her before the event until Orsen looked back through her emails. Orsen said that she was sure that she followed standard protocol and told IGA that Mayor Zimmer requested a meeting. Orsen explained that it is her practice to check with IGA before the Lieutenant Governor meets with an official.

C. January 17–18, 2014 – MSNBC Inquiry & Interview of Mayor Zimmer

On Friday afternoon, January 17, 2014, Orsen was in the Lieutenant Governor’s office with the Lieutenant Governor and her scheduler, when Michael Drewniak, the Press Secretary for the Governor’s Office, came to the Lieutenant Governor’s office and said that MSNBC was going to report that Mayor Zimmer was alleging that the Christie Administration had threatened to withhold Sandy aid funds unless Mayor Zimmer moved forward with a Rockefeller Group development project. Orsen said that the Lieutenant Governor immediately denied Mayor Zimmer’s allegations. The Lieutenant Governor said that she thought she recalled the encounter to which Mayor Zimmer must have been referencing. The Lieutenant Governor said that it was Mayor Zimmer who linked the
Rockefeller Group project with Sandy aid, and that the Lieutenant Governor told Mayor Zimmer the two were absolutely not linked. The Lieutenant Governor said that she and Mayor Zimmer had a tense discussion, that Mayor Zimmer discussed building costly valves or pumps in Hoboken as a flood mitigation measure and said that she needed more Sandy aid. Mayor Zimmer tried to connect these valves to the Rockefeller Group project, wondering aloud whether Hoboken’s Sandy aid had been affected by the Rockefeller Group project not moving forward. In response, the Lieutenant Governor told Mayor Zimmer that there was no connection, and if Mayor Zimmer said there was, she would be wrong, and the Lieutenant Governor would say so.

Orsen noted that economic development is within the Lieutenant Governor’s comfort zone and that when Orsen started at the Office in the spring of 2012, someone from the Lieutenant Governor’s office was working with Mayor Zimmer on development projects. But Orsen did not remember the Rockefeller Group project ever being discussed.

Orsen said that senior staff had a retreat the Friday before the ShopRite event and speculated that the Lieutenant Governor probably just mentioned at some point to Mayor Zimmer that she had seen the Governor there. Orsen explained that a statement that the Lieutenant Governor had seen the Governor was the kind of thing the Lieutenant Governor would occasionally bring up in conversation. Orsen stated that she had never heard the Lieutenant Governor mention the Governor’s name to ratchet anything up.

After Drewniak left, the Lieutenant Governor asked Orsen to provide Drewniak all documentation reflecting how many times the Lieutenant Governor had been to Hoboken. Orsen gave Drewniak the documents, and then called Chris Porrino, Chief Counsel in the Governor’s Office, and asked if he wanted Orsen, or someone else, to gather more information about what happened at the May 13, 2013 ShopRite event. Porrino told Orsen that she could gather the relevant information.

On January 18, 2014, sometime after her son’s basketball game, which was at noon or 1 p.m., Orsen called DiMaggio. At the time, DiMaggio was gathering documents for the Lieutenant Governor. Orsen told DiMaggio that she (Orsen) needed to talk to DiMaggio about what she recalled from the ShopRite event. DiMaggio said that, after the ShopRite event, the Lieutenant Governor and Mayor Zimmer walked behind the State trooper’s suburban and the Lieutenant Governor and Mayor Zimmer had a serious conversation for a few minutes. DiMaggio was standing near IGA Regional Director Evan Ridley. DiMaggio told Orsen that, after their conversation, the Lieutenant Governor got back in the suburban and said that she had to be firm and tell Mayor Zimmer to “play ball.” Orsen asked DiMaggio if she was sure that that was what the Lieutenant Governor said and if she knew what the Lieutenant Governor was referencing. DiMaggio said she could not be 100% certain that that was what the Lieutenant Governor said, but that the phrase stuck in her head. Orsen provided notes that she took during her call with DiMaggio that confirm that DiMaggio was not “100% sure.”
After she got off the phone with DiMaggio, Orsen called Porrino and told him about DiMaggio’s recollection. Orsen did not tell the Lieutenant Governor.

### D. The Rockefeller Group Project

Orsen said that the Lieutenant Governor’s office was not involved or engaged in the Rockefeller Group project. Orsen did not recall the Lieutenant Governor ever engaging in anything related to the Rockefeller Group project. She noted that when the Lieutenant Governor talked about the allegations, she often mistakenly referred to the Rockefeller Group as “Black Rock,” reflecting that she was not familiar enough with the development to even know the developer’s correct name.

After looking through her emails, Orsen determined that the Rockefeller Group project came up in the Lieutenant Governor’s office on rare occasions, when others reached out to the Lieutenant Governor.

In March 2012, when Orsen first joined the Lieutenant Governor’s office and before she was Chief of Staff, Grifa, an attorney for the Rockefeller Group at the time, emailed Orsen and said that the Rockefeller Group would “consent to confidential discussion [sic] of specific client for Hoboken site.” Orsen responded that she would get back to Grifa. Later that month, Orsen, then-Deputy Chief of Staff, sent an email to her predecessor indicating that the Rockefeller Group wanted to meet with the Lieutenant Governor. Orsen did not recall any such meeting occurring.

In May 2012, Orsen sent an email to Matthew McDermott and Judy Larkin relaying that Grifa emailed her and said that Grifa’s client, Leslie Smith, Executive Vice President at the Rockefeller Group, had approached Grifa and the Lieutenant Governor at a BASF event, was inappropriate, and tried to “push[]” the Lieutenant Governor to meet with him regarding Hoboken. Grifa told Orsen that the Lieutenant Governor “seemed put off” and told Smith that she had already met with the Rockefeller Group and knew the issues. Orsen wrote in the email, “Good for her.” Orsen recalled that Grifa was embarrassed that her client was being “inappropriate.” Orsen did not know when the Lieutenant Governor met with anyone at the Rockefeller Group about Hoboken.

On August 14, 2013, Grifa sent a letter to the Lieutenant Governor and asked her to appear in a video testimonial on behalf of the Rockefeller Group’s development proposal. The Lieutenant Governor declined. Orsen did not recall if scheduling declined the invitation or if Orsen herself told Grifa absolutely not on the Lieutenant Governor’s behalf.

Orsen also said that John Sette, Chairman of the Morris County Republican Party, contacted the Lieutenant Governor in January 2014 and asked to meet with her about the Rockefeller Group. Orsen did not know what Sette’s role was vis-à-vis the Rockefeller Group and did not know if he requested meetings specifically to discuss the Rockefeller Group’s project in Hoboken. Orsen called Sette and told him that he should engage the
Business Action Center first, which was responsible for doing the leg work with private development before the Lieutenant Governor’s office would get involved. The meeting never took place. Orsen did not recall speaking to the Lieutenant Governor about the Rockefeller Group project outside of these instances.

IV.  Bridget Kelly

A.  Relationship with Bridget Kelly – Generally

Orsen has known Bridget Kelly since in or around 2010, when Orsen was Chief of Staff of DCA. In or around March 2012, when she became the Lieutenant Governor’s Chief of Staff, Orsen worked closely with Kelly and Bill Stepien on coordinating the Lieutenant Governor’s schedule.

During their time in the Governor’s Office together, Orsen and Kelly developed a friendship and connected over their common status as working women. Orsen thought that Kelly and her husband divorced early on in the Administration, before Kelly and Orsen were friendly.

B.  Kelly’s Relationship with Stepien

Orsen said that Stepien and Kelly were close friends and that Kelly was in awe of Stepien. Kelly viewed Stepien as a political genius and viewed herself as Stepien’s protégé. Orsen recalled that Kelly and Stepien frequently socialized after work.

In or around the spring of 2013, Kelly informed Orsen that Kelly was having a romantic relationship with Stepien and that Stepien was the one who had instigated it. Orsen understood that Kelly’s and Stepien’s romantic relationship began in or around the spring of 2013, after Stepien left the Office and joined the Governor’s 2013 reelection campaign. Before Kelly told Orsen about the relationship, Orsen had not heard any rumors about it.

Orsen recalled that Kelly’s children spent certain weekends with their father, and that, during their relationship, Kelly and Stepien spent time together on those weekends. Orsen added that Kelly, who Orsen generally thought was a sad person, seemed very happy around this time and that Stepien spent time with Kelly’s kids. At some point, Kelly told Orsen that Stepien was getting a divorce.

When asked how long their relationship lasted, Orsen said that it fell apart in August 2013, around when Stepien’s divorce was finalized. At that point, Kelly told Orsen that Stepien had completely retreated from Kelly and stopped talking to her. During this period, Kelly would comment to Orsen that it was getting harder for Kelly to do her job.
When asked specifically about the timing of Kelly’s and Stepien’s breakup in August 2013, Orsen said that Stepien and Kelly were no longer talking as of August 12, 2013, and had possibly stopped talking as early as the week of August 5, 2013.

C. Kelly’s Involvement in the Lane Realignment

At some point after December 13, 2013, Kelly mentioned to Orsen that Kelly was upset about David Wildstein’s resignation and that Kelly had talked to Wildstein the weekend after December 13, 2013 (December 14–15, 2013). Orsen said that she was shocked when Kelly said this because of Wildstein’s publicly known involvement in the lane realignment at the time. When asked if Orsen discussed this conversation with anyone else, Orsen said no. Orsen told Kelly that she had to come forward if she did have any information about the lane realignment.

Orsen said that Kelly was incredibly tense in the period between December 13, 2013 and January 8, 2014. Orsen believed Kelly knew about the lane realignment in some capacity, but Orsen did not know what or when Kelly knew about the lane realignment. Orsen has not talked to Kelly since January 8, 2014.
On February 7, 2014, Joyce Paul was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Paul was not represented by counsel during the interview. All information contained herein was provided by Paul or as indicated. Paul has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Paul refrain from discussing the investigation and interview with others. Paul stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Paul obtained a college degree and a master’s degree in political science. After graduating, she worked as an administrator in the Bureau of Princeton, but she decided she wanted to work for the State of New Jersey instead. Paul applied for a job with the New Jersey Department of Community Affairs (“DCA”), and she has been working at the DCA since 1980. Paul started as a planner, but she then moved into policy.

II. Operations of the DCA

A. Generally

Paul said that each DCA Commissioner ran the Department his/her own way, but that DCA Commissioner Richard Constable did not meaningfully change the way DCA operated when he started in the position.
Paul works closely with the staff of the Governor’s Office of Rebuilding and Recovery (“GORR”), and she has never seen Superstorm Sandy aid awarded based on partisan considerations, endorsements of Governor Christie or his Administration, policy decisions, or other subjective criteria related to the requesting elected official. Generally, every Sandy aid program run out of the DCA has a policy document, a procedures manual, and process maps showing each step of the process. These documents are usually followed, but if a mistake is made, the DCA will diverge from the documents to correct it.

B. Appeals for Rejected Sandy Aid Applications

Appeals by rejected Sandy aid applicants are made to the DCA directly, and Howard McCoach, the Director of the Sandy Recovery Division of the DCA, reviews all such appeals. The appeals are not made to a court.

III. Community Development Block Grant – Disaster Relief (“CDBG-DR”) Programs

A. First Tranche Funds

1. Programs for Individuals, Homeowners, Developers, Etc.

The majority of the first tranche of Sandy relief funds from the Department of Housing and Urban Development (“HUD”) went to individuals and/or developers. The Reconstruction, Rehabilitation, Elevation and Mitigation (“RREM”) CDBG-DR program is one of these individual homeowner programs. Paul said that the RREM program has been criticized for being too slow, but any delays are the result of necessary precautions to prevent fraud.

Another program for individuals is the Landlord Rental Repair Program (“LRRP”), which gives money to landlords to repair damaged units. Paul said that three applications (totaling four units) have been approved for renovation grants in Hoboken. The maximum allowance for the repairs is approximately $70,000, so Hoboken landlords can receive more than $200,000 from this program. Paul noted that this is a small number of units to be repaired.

A third program for individuals is the Homeowner Resettlement Program, which provides approximately $10,000 grants to homeowners in exchange for the homeowners’ signing agreements that they will not move out of their communities for three years. Only nine New Jersey counties are eligible for this program, including Hudson County and the shore counties, due to the high level of destruction in these areas. The money can be used for any Sandy-related expense other than construction expenses. The purpose of this program is to dissuade homeowners from leaving their communities, to prevent destabilization, and to
prevent decreases in flood insurance premiums. Nearly 200 Hoboken residents applied for this program.

2. Programs for Municipalities: Post-Sandy Planning Assistance Grant

The Post-Sandy Planning Assistance Grant program is the only available CDBG-DR program under which Hoboken was eligible to receive first tranche funds from HUD. Paul mentioned that Hoboken Mayor Dawn Zimmer discussed the Post-Sandy Planning Assistance Grant program during her MSNBC interview. Paul said that Hoboken has not yet received the $200,000 from this program because it is a reimbursement program. So Hoboken will first have to spend the money, and then it will be reimbursed up to $200,000.

There were two phases to the Post-Sandy Planning Assistance Grant program. The first phase requires the completion of a strategic planning report, which is an examination of the damage Sandy caused, plus recommendations and priority designations for what needs to be done to remediate the affected area and create resiliency. Municipalities were given approximately $30,000 in phase one to complete a strategic planning report if they needed those funds. Hoboken did not need (or request) the $30,000 because it had already done its own report along these lines, and the DCA accepted Hoboken’s report. So Hoboken moved on to phase two, which involved requests for planning grants for various remediation and resiliency programs. More money was available under phase two. Hoboken asked for grants for five different programs in phase two, and it received all grants that it requested. All of the money granted was for planning programs, not for the execution of them. Paul said that Hoboken did a good job with its planning.

Under the Post-Sandy Planning Assistance Grant program, there is no limit as to how much money municipalities can request, though the amount of money set aside for the program is $5 million. The amount to be set aside was determined by GORR.

Municipalities are also eligible for the Zoning Assistance Grant program, but the program has not been started yet.

As part of the Code Enforcement Grant Program, the DCA has also sent inspectors to municipalities who have a backlog of electrical inspections and other similar needs. The DCA did not give grants for this need, but instead gave in-kind assistance.

B. Second Tranche Funds

Paul said that the Federal Register shows half of the second tranche of HUD funding is to be dedicated to infrastructure projects. No explicit purpose was designated for the use of tranche one funds.
Paul said that the DCA has weekly calls with HUD during which HUD provides technical assistance and guidance and answers the DCA’s questions. She said that often on these calls, the DCA asks questions about infrastructure, so she thought this might be a reason for the infrastructure spending requirement for tranche two funds.

Paul further said that all of the infrastructure programs will be written by GORR, and all of the non-infrastructure programs will be written by the DCA.

IV. Interactions with Mayor Dawn Zimmer

Paul has not had any personal interactions with Mayor Zimmer. She said that people in the DCA were primarily in contact with Stephen Marks from the Hoboken Mayor’s office, not the Mayor herself. Paul never communicated with Marks herself; she never communicated with anyone from Hoboken as part of her job. Paul is the person who designs programs available to communities, and others implement them. Carmen Valentine is the administrator of the Planning Assistance Grants program, and Sean Thompson runs the unit.

Paul said that she is familiar with the Hoboken anti-flooding floodwalls, and pumps project, but she could not remember why. Hoboken could not use first tranche CDGB-DR funds for the project, but it’s possible that second tranche funds can be used for the project given the infrastructure requirement for a portion of the second tranche.

V. Mayor Zimmer’s Accusations Regarding Commissioner Constable

Paul said that she has never heard Commissioner Constable say anything about needing to progress development in order to have Sandy aid money flow. She also had never heard of the Rockefeller Group before Mayor Zimmer made her public allegations.

Paul also said that she did not think the timing of Mayor Zimmer’s allegations made sense because the first time Hoboken expressed its interest in the Planning Assistance Grant funding was at the first orientation for this program, which was in June 2013, after the Town Hall meeting related to the Mayor’s allegations. The application for the program required attendance at this orientation session, and Stephen Marks attended this orientation on behalf of Hoboken.

Paul also said that Commissioner Constable was not involved in the program planning at the DCA. The Commissioner would tell Paul to get the money out as quickly as possible to help people who need the money sooner, and he signed the grant letters. But the Commissioner did not get involved in the details of the programs and the distribution of funds. Commissioner Constable wanted to understand how the programs worked, but he did not pay particular attention to the application of formulas and criteria to determine specific
allocations of money. And Commissioner Constable had no involvement in the Hazard Mitigation Grant Program.

Commissioner Constable tried to help Mayor Zimmer when she asked if CDBG-DR funds could be used to raise utilities in Hoboken in 2013. The Commissioner asked people at the DCA, including Paul and Stacy Bonnaffons (an Assistant Commissioner at the DCA), to look through HUD regulations to see if HUD money could be used for that purpose. Ultimately, under HUD regulations, the CDBG-DR money could not be used for this project.

On or about January 15, 2014, Timothy Cunningham of GORR called Paul and asked for program numbers and information, which Paul said is a common place occurrence. People often ask the DCA for program numbers and specifics.

VI. DCA Involvement in Private Development

Paul said that the only time the DCA became involved with private development was to create affordable housing. Such development can be for-profit, but the DCA will only be involved if there is an affordable housing component.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Putnam Interview Memorandum

On February 19, 2014, Michele Putnam was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Putnam was not represented by counsel during the interview. All information contained herein was provided by Putnam or as indicated. Putnam has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Putnam refrain from discussing the investigation and interview with others. Putnam stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1979, Putnam graduated from Douglas College with a degree in Biology. Sometime between 1982 and 1984, Putnam joined the New Jersey Department of Environmental Protection (“DEP”). Putnam left the DEP when she had children and rejoined the DEP in 1998. Putnam has worked at the DEP for approximately 24 years.

Putnam currently serves as Director of the Division of Water Quality and held this position during 2013 as well. Putnam explained that the Division of Water Quality monitors waste water activities, stormwater activities, tracks major projects related to those activities, facilitates conversations between municipalities, utility authorities, and the Federal Emergency Management Agency, and assists towns and municipalities with funding sources for projects. The Division of Water Quality is divided into two units: Water Pollution Management Element, which is responsible for issuing permits, and Municipal Finance & Construction Element, which administers New Jersey state funds. Putnam explained that the Environmental Protection Agency provides the DEP with grant money and DEP works with
the New Jersey Environmental Infrastructure Trust ("EIT"), which packages and disburses the grants into low-interest loans.

II. Superstorm Sandy Aid Allegations

A. May 9, 2013 Meeting with Hoboken and the Rockefeller Group

Putnam attended the May 9, 2013 meeting with Mayor Zimmer, Stephen Marks (Hoboken Business Administrator), the Rockefeller Group, Fred Worstell (Dresdner Robin), Lori Grifa (Wolff & Samson), and other members of DEP.

Putnam did not recall having any communication with Mayor Zimmer or her staff prior to the May 9, 2013 meeting. Putnam recalled that the purpose of the May 9, 2013 meeting was to talk about the issues Hoboken and the Rockefeller Group faced regarding their Flood Mitigation Plan and to see how the DEP could help. Putnam did not recall the Rockefeller Group’s North End development project coming up during the meeting, though she recalled that the Flood Mitigation Plan was created by the Rockefeller Group and Dresdner Robin, both private entities. Putnam recalled that the impression she had during the meeting was that Hoboken and the Rockefeller Group were working together on Hoboken’s Flood Mitigation Plan.

Putnam took handwritten notes at the May 9, 2013 meeting. During the interview, Brodsky asked Putnam questions about her notes, but Putnam did not recall the substance of her handwritten notes, only that she took the notes during the meeting. When asked about the notation, “Green Infrastructure – Green,” Putnam did not recall why she took that note, but explained that the DEP is very supportive of Green Infrastructure programs. Putnam explained that Green Infrastructure refers to methods of managing stormwater that mimic natural hydrology. Putnam explained that DEP supports Green Infrastructure in a number of ways, including providing lower interest rates and principal forgiveness for Green Infrastructure projects.

B. Post-May 9, 2013 Meeting

Putnam did not recall communicating with Mayor Zimmer after the May 9, 2013 meeting. Putnam stated that the DEP had an internal follow-up meeting on May 14, 2013, with Michele Siekerka, Mark Pedersen, John Moyle, and Linda Coles. Putnam recalled the purpose of the May 14, 2013 meeting was to discuss Hoboken’s Flood Mitigation Plan more holistically and to discuss outreach following the meeting to entities like the U.S. Army Corps of Engineers. Putnam also took handwritten notes during the May 14, 2013 meeting.

Putnam did not recall ever hearing that Sandy aid was tied to the Rockefeller Group’s development project, political affiliation, or endorsing Governor Christie. Putnam recalled that the DEP attended the May 9, 2013 meeting to help Hoboken.
Memorandum

On March 3, 2014, Richard Rebisz was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Rebisz was represented by Michael Schwartz of Pepper Hamilton during the interview. All information contained herein was provided by Rebisz or as indicated. All information in brackets was obtained from publicly available sources. Rebisz has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Rebisz refrain from discussing the investigation and interview with others. Rebisz stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Educational and Professional Background

1. 2001–2010

In 2001, Rebisz graduated from Seton Hall University. Following graduation, Rebisz moved to Washington, D.C. to pursue a Master’s Degree in Public Policy at American University. Rebisz moved back to New Jersey to start a real estate business with his father before completing his Master’s Degree. Sometime in or around the middle of 2004, Rebisz decided to leave the real estate business with his father. In 2005, Rebisz began working for an economist in Springfield, New Jersey. In or around August 2005, Rebisz joined the New Jersey Republican State Committee to work on campaigns in the 2005 election cycle, primarily the 2005 Governor’s race. In or around January 2006, Rebisz moved to
Washington D.C. and joined the Republican National Committee (“RNC”) as Deputy National 72 Hour Director for the 2006 midterm elections. In or around January or February 2007, Rebisz took a position with the Department of Labor. After approximately six weeks, Rebisz returned to New Jersey and joined Rudy Giuliani’s presidential campaign as Deputy National Field Director. After Giuliani dropped out of the presidential race, Rebisz joined the New Jersey Assembly Republican Office as Regional Intergovernmental Affairs Representative, where he served as assembly liaison for the minority Assembly members to the Office of the Governor.

2. Role and Responsibilities as Legislative Liaison in the Governor’s Office

In 2010, when Governor Christie entered office, Rebisz joined the Governor’s Office as Legislative Liaison. Rebisz reported to Bill Stepien, then Deputy Chief of Staff of Legislative and Intergovernmental Affairs (“IGA”). Rebisz explained that he had worked under Stepien at both the RNC and on Giuliani’s campaign, so he knew Stepien professionally prior to joining the Office of the Governor. Rebisz said that he had a good relationship with Stepien and that he considered Stepien a friend.

Rebisz explained that when he joined the Office of the Governor, the Office was still figuring out its organizational structure. Rebisz served as the Legislative Liaison to the Senate and Bridget Kelly served as Legislative Liaison to the Assembly. Rebisz explained that the office had intended that Rebisz would be responsible for the Senate Republicans, Kelly would be responsible for the Assembly Republicans, and that the office had planned to hire two additional people to work with the Senate and Assembly Democrats. Because the person that the Office of the Governor hired to serve as Legislative Liaison for the Assembly Democrats was let go shortly after being hired, Rebisz served as Legislative Liaison for the entire Senate and Kelly served as Legislative Liaison for the entire Assembly.

Rebisz recalled that Kelly often gave him orders, even though they served in the same position and Rebisz viewed them as equals. Rebisz recalled that Kelly called him on a near daily basis outside of work to ask how he was doing in his position. Rebisz said that he did not clash with Kelly, and followed her orders. Rebisz recalled asking Stepien about the structure of IGA and his position in relation to Kelly’s, and recalled that he voiced displeasure as to the lack of information he was receiving from Stepien and Kelly. Rebisz recalled that Stepien explained Kelly’s position to him as a “player-coach.”

In March 2010, Stepien called Rebisz after business and asked Rebisz to come to his office the next morning. Rebisz came to the State House the next morning, and Stepien said they would meet in his office later that afternoon. When Rebisz went to Stepien’s office, Stepien gave him a letter signed by Rich Bagger, then Chief of Staff, informing Rebisz he was no longer employed at the Office of the Governor. Rebisz recalled that he told Stepien
he was shocked, asked if he could speak with Bagger, and that Stepien responded no. Rebisz asked Stepien why he was being let go, and Stepien responded that he didn’t need to give him a reason because Rebisz worked at the pleasure of the Governor. His conversation with Stepien lasted approximately five minutes. Before Rebisz left the State House, he sent Bagger an email in which he asked to meet with Bagger and left his personal contact information where Bagger could reach him. Bagger never contacted Rebisz.

Rebisz recalled that he continued to press Stepien for two weeks for an explanation as to why he was fired. Stepien replied to some of his emails, but did not tell Rebisz why he was fired. Rebisz said he was very hurt when he was let go. To this day, Rebisz still does not know why he was let go from the Office of the Governor, despite his relatively good relationship with Stepien (they would grab lunch together and talk about government).

B. Campaign-Related Employment

After Rebisz was let go from the Governor’s Office, he joined David Malpass’s U.S. Senate Campaign. Malpass lost in the primary in September 2010, so Rebisz shopped around his resume to contacts, including Mike DuHaime, Governor Christie’s Chief Political Advisor, under whom Rebisz worked at the RNC and on Giuliani’s campaign. Rebisz said he has a great relationship with DuHaime.

C. Role and Responsibilities at the Port Authority and Interactions with Kelly and Stepien

In January 2011, Rebisz received a call from David Wildstein, then the Director of Interstate Capital Projects at the Port Authority, inviting Rebisz to the Port Authority for an interview. A couple days following the interview, Wildstein offered Rebisz a position in Government and Community Relations at the Port Authority. Rebisz was originally hired as Government Community Representative for the New Jersey PATH, but began representing Tunnels, Bridges, and Terminals (“TB&T”) in addition to the PATH when the Government Community Representative for TB&T retired. In his position at the Port Authority, Rebisz only serviced the New Jersey side of PATH and TB&T. Rebisz’s primary responsibilities included reaching out to municipalities and mayors regarding Port Authority capital projects, including maintenance to and alterations of traffic patterns, and coordinating between the Port Authority Police and local police. Rebisz worked with upper-level management, including Wildstein and Bill Baroni.

Rebisz explained that Wildstein and Stepien have been good friends since they both worked on Bob Franks’ U.S. Senate Campaign in 2000. Rebisz knew that they were good friends because Wildstein forwarded Rebisz emails that included Stepien relating to issues outside of work. In addition, Wildstein frequently told Rebisz when he spoke with Stepien on the phone about politics. When asked if Wildstein conferred with Stepien regarding Port Authority matters, Rebisz said that, at times, Wildstein would say that he needed Trenton—
meaning the Governor’s Office—to sign off, and that Rebisz always assumed he meant Stepien.

Rebisz came in contact with Stepien and Kelly only once in his role at the Port Authority when helping prepare for the 10th anniversary of September 11 events. Rebisz recalled that Wildstein and Patrick Foye asked Rebisz to help David Samson, Chairman of the Port Authority, prepare for the anniversary events. On September 10, 2011, Rebisz recalled that he ran into Stepien and Kelly at Liberty State Park, where a ceremony was taking place. Rebisz approached Stepien’s wife—who Rebisz hadn’t seen since Stepien’s wedding in November or December 2009—who was standing with Stepien and Wildstein and then shook Stepien’s hand. Rebisz didn’t recall speaking with Kelly at the event, but said that he spoke with her on the phone regarding the event. On September 11, 2011, Rebisz recalled that the World Trade Plaza was unveiled. The 22nd Floor of One World Trade was made available to Governor Christie and Governor Cuomo and their guests to view the ceremony. Rebisz recalled that Kelly brought her brother and that Stepien attended with his wife. Governor Christie and Baroni also attended.

A couple of months later, in or around Veterans Day, Rebisz received a text message from Stepien. This was the first time Rebisz had communicated with Stepien since the September 11, 2011 event. Stepien asked Rebisz if he wanted to attend a New Jersey Devils game in the Governor’s Box. Rebisz went to the game, assuming Stepien wanted to discuss why Rebisz was let go from the Governor’s Office in 2010, but Rebisz said that Stepien never brought it up and that they picked up their friendship as if nothing had ever happened. Stepien told him that Wildstein had nothing but good things to say about Rebisz and that Rebisz was doing a great job at the Port Authority. Rebisz recalled that he went to a couple more games with Stepien, but they never discussed his firing in 2010.

In or around October 29, 2012, when Superstorm Sandy hit, Rebisz got a call from Wildstein asking if he would report to the Emergency Operations Sandy Center in Newark, New Jersey, to serve as Mayor Cory Booker’s liaison to the Port Authority. Rebisz then spent two weeks at the Emergency Operations Center, and developed a very good relationship with Mayor Booker. When Rebisz returned to the Port Authority, his direct supervisor had taken a position at Consumer Affairs, so Wildstein asked Rebisz to step in and take some of his supervisor’s responsibilities. Rebisz began to report to Port Authority headquarters in New York. In addition to assuming some of his former supervisor’s responsibilities, Rebisz also became involved in the post-Superstorm Sandy rebuilding efforts and attended related meetings with the Port Authority, Office of Emergency Management, PATH, and NJ Department of Transportation.

Rebisz recalled that when he was working at the Port Authority, the Port Authority assisted Mayor Sokolich and Fort Lee on a couple of initiatives. For example, the Port Authority helped fund crank radios in high-rise apartment complexes in Fort Lee so that
residents could communicate with emergency responders in the event of another disaster or power outage. In addition, the Port Authority helped Fort Lee secure shuttle buses for a new development in Fort Lee to help reduce traffic congestion. Rebisz had no knowledge that Wildstein was otherwise involved in the development in Fort Lee. The last meeting Rebisz had with Mayor Sokolich was in December 2012, with Baroni and Tina Lado [Director of Government and Community Relations at the Port Authority]. Rebisz recalled that Mayor Sokolich mentioned to Lado and Rebisz that he knew to only ask the Port Authority for one thing each year. It was during this meeting, Rebisz recalled, that Mayor Sokolich asked for money for the hand crank radios.

II. Role in the Office of the Governor

In 2013, Wildstein contacted Rebisz and informed Rebisz that Stepien wanted Rebisz to rejoin the Office of the Governor, because IGA was creating a Sandy team to deal directly with mayors regarding Sandy issues. Rebisz was excited about the opportunity—and Wildstein was excited for Rebisz—but was also hesitant due to his previous experience at IGA. Rebisz noted that, at the time, Stepien was still Deputy Chief of Staff for IGA and Kelly was Director of IGA. Kelly was responsible for overseeing the Regional Directors, including the new Sandy team. Rebisz accepted the position at the Office of the Governor.

A. Responsibilities as Sandy Regional Director in IGA

In or around late January or early February, Rebisz rejoined the Office of the Governor as a Sandy Regional Director, and currently holds this position. Rebisz serves as a conduit between mayors and municipalities and the Office of the Governor regarding Sandy issues. Rebisz is responsible for eleven towns, including Little Ferry and Moonachie in Bergen County, Hoboken, Jersey City, and Bayonne in Hudson County, and Sayreville, Old Bridge, Perth Amboy, South Amboy, Carteret, and South River in Middlesex County. Rebisz stated that he reported to Christina Renna, then the Director of Departmental Relations, and rarely reported directly to Kelly. Although Kelly oversaw IGA, Rebisz assumed Kelly’s decisions and orders were coming from Stepien.

When Stepien left the Governor’s Office to work on the Governor’s reelection campaign, Rebisz recalled that Kelly would say that she had to check with “Bridgewater”—meaning the campaign or Stepien—before approving certain things.

B. Interactions with Local Officials and the Governor’s Campaign

When Rebisz was asked whether he had any conversations with Mayor Zimmer regarding her decision not to endorse Governor Christie, Rebisz responded no, but that at some point, in or around Labor Day 2013, Renna told him not to bend over backwards for Mayor Zimmer, which Rebisz explained meant that he should not go out of his way to help
her, and that Mayor Zimmer wasn’t going to endorse the Governor. Rebisz said that he continued to interact with Mayor Zimmer and that he did not treat her any differently.

Rebisz stated that he spoke with Wildstein a couple of times when he rejoined the Office of the Governor. Rebisz stated that he had no knowledge of the George Washington Bridge lane realignment, and that he never had discussions with Kelly, Stepien, or Wildstein regarding the lane realignment and had no knowledge of any of their involvement.

III. Superstorm Sandy Aid Allegations

A. Pre-May 13, 2013 Interactions with Hoboken Mayor Dawn Zimmer


On January 29, 2013, Rebisz met with Mayor Zimmer, Dan Bryan, Mayor Zimmer’s Chief of Staff, and Matt Mowers, former Regional Director at IGA, to introduce himself as Sandy Regional Director. Rebisz recalled that at one of his early meetings with Mayor Zimmer, Mayor Zimmer took out a map and presented her flood mitigation plan to Rebisz. Rebisz did not recall that the Rockefeller Group designed the plan, and stated that the first time he recalled hearing of the Rockefeller Group was during Mayor Zimmer’s interview on MSNBC’s “Up with Steve Kornacki,” on January 18, 2014, when Mayor Zimmer first went public with her allegations. Rebisz explained that Mayor Zimmer’s plan included flood walls, which would protect Hoboken from flood water, but Rebisz understood that the flood walls would push the water elsewhere, such as Jersey City and Weehawken. Rebisz thought it was odd that Mayor Zimmer presented a plan that would protect Hoboken, but inevitably hurt Jersey City and Weehawken.

Rebisz recalled that Mayor Zimmer tried to sell the Governor’s Office on her flood mitigation plan early in 2013, and continued to push her plan throughout the year. Mayor Zimmer advocated in a similar fashion for Hoboken’s Rebuild by Design (RBD) competition plan. Rebisz said that his primary point of contact in Mayor Zimmer’s office is Bryan. Rebisz explained that he had and continues to have a great relationship with both Bryan and Mayor Zimmer.

2. February 14, 2013

During the interview, Brodsky showed Rebisz email exchanges between Rebisz and Renna, Mowers, and Pete Sheridan on February 13, 2013, reflecting that Mayor Zimmer was coming to the State House for a meeting the next day, intended to bring engineers from the Rockefeller Group with her, and requested a private meeting with Marc Ferzan, Executive Director of the Governor’s Office of Recovery and Rebuilding (“GORR”). Rebisz did not recall the emails or a meeting with Ferzan, but recalled there was a meeting on February 14, 2013, with mayors regarding FEMA’s Advisory Base Flood Elevation (“ABFE”) maps.
3. March 12, 2013

Rebisz recalled attending a meeting, on or about March 12, 2013, with Mayor Zimmer, the Policy Office, the Authorities Unit, GORR, and New Jersey Transit, among others. The purpose of the meeting was to discuss flood mitigation efforts in Hoboken. Rebisz explained that when Mayor Zimmer asked for meetings, the Governor’s Office honored her requests. Rebisz stated that Hoboken was heavily impacted by Superstorm Sandy, and the Governor’s Office would do anything it could to help. At the March 12 meeting, Mayor Zimmer brought out the map and presented her flood mitigation plan for Hoboken, which included flood walls and flood gates. Rebisz did not recall any reaction to Hoboken’s flood mitigation plan or any discussion about the LCOR development project in Hoboken during the meeting. Rebisz did not recall anyone coercing Mayor Zimmer to pursue private development.

Rebisz stated that no one ever suggested, implied, or stated that Sandy aid was tied to political affiliation, endorsing Governor Christie, or private development projects. Rebisz stated that Sandy aid was administered based on objective criteria. Rebisz explained that he treated Hoboken the same way he treated all towns.

B. May 13, 2013 – Hoboken ShopRite Event

Rebisz recalled that he selected the location for the Hoboken ShopRite event, after Renna asked him and others to come up with potential business stops for the Lieutenant Governor. Rebisz had learned that the reopening of ShopRite was especially important for Hoboken during his tour of Hoboken with Bryan. Rebisz stated that he did not understand the ShopRite event to be a created event to deliver a message to Mayor Zimmer. Indeed, the Lieutenant Governor would have toured the ShopRite regardless of whether Mayor Zimmer was available to attend the event. For example, Rebisz recalled that on at least one occasion, the Lieutenant Governor had attended multiple events in Sayreville when the Mayor of Sayreville was unable to attend.

Rebisz did not attend the Hoboken ShopRite event on May 13, 2013. Rebisz recalled that he could not attend due to a conflict, so Evan Ridley, Regional Director at IGA, staffed the event in his place.

C. Post-May 13, 2013 Interactions with Mayor Zimmer

1. June 2013 – Hoboken Events with the New Jersey Economic Development Authority and New Jersey Department of Community Affairs

In June 2013, the Office of the Governor helped facilitate two events in Hoboken regarding Sandy relief with the New Jersey Economic Development Authority (“EDA”) and
the New Jersey Department of Community Affairs (“DCA”). On or around June 11, 2013, the EDA hosted an event in Hoboken with business owners to discuss Sandy grants. Rebisz did not recall any discussion of flood mitigation during the meeting. Rebisz recalled that a TV camera crew filmed the event, and that Mayor Zimmer attended. When EDA’s presentation ended, the meeting broke into individual discussions since many of the questions the business owners had were specific to their business. Rebisz recalled that when the presentation ended, he said goodbye to Mayor Zimmer and left the event.

On or about June 27, 2013, the DCA hosted a meeting in Hoboken to discuss Community Development Block Grants (“CDBGs”). Rebisz recalled that he attended the meeting along with Mayor Zimmer, Bryan, Commissioner Constable, and Commissioner Constable’s Chief of Staff, Paul Macchia. The purpose of the meeting was to discuss CDBG homeowner grant programs available to Hoboken residents. Rebisz recalled that DCA had hosted a number of these meetings in different towns, but that the meetings were typically led by DCA consultants. Commissioner Constable decided to lead the discussion in Hoboken to ensure information about available programs was clearly provided. Rebisz recalled that Commissioner Constable provided additional information during the Hoboken meeting regarding programs that were going to be unveiled for renters, but Rebisz was not privy to this information prior to the meeting.

Rebisz recalled that the meeting on June 27, 2013 went very well. Rebisz did not recall any tension between Commissioner Constable and Mayor Zimmer during the meeting. Before the meeting started, Mayor Zimmer and Commissioner Constable were engaged in lighthearted small talk and were laughing. Rebisz did not recall any discussion of the Rockefeller Group’s development project during the June 27, 2013 meeting.


In or around June or July 2013, Rebisz coordinated a program in Hoboken, at Renna’s suggestion, whereby summer interns went door-to-door informing business owners of Sandy grant programs. Rebisz had emailed Bryan and copied Mayor Zimmer asking which streets the interns should hit and Bryan responded with suggestions.

3. August 1, 2013 – Meeting with the Office of Emergency Management in Hoboken

On or around August 1, 2013, the Office of Emergency Management (“OEM”) hosted an “After Action” meeting with the New Jersey Office of Homeland Security and Preparedness in Hoboken to describe the resources available to Hoboken residents in the event of another emergency. Rebisz recalled that Bryan was on vacation and that Mayor Zimmer attended the meeting with other representatives from Hoboken, including Stephen Marks, Hoboken’s Business Administrator.
During the interview, Brodsky showed Rebisz a briefing for the August 1, 2013 event that stated that Mayor Zimmer had issues with the Hudson County OEM, specifically Jack Burns, who had since retired. Rebisz explained that Burns had told him that after Superstorm Sandy, there was a conference call between Hudson County OEM, Mayor Zimmer, and the Lieutenant Governor. When Mayor Zimmer joined the call, she began speaking with the Lieutenant Governor, but did not realize that OEM was already on the line. Burns told Rebisz that Mayor Zimmer started criticizing Hudson County OEM to the Lieutenant Governor and said that OEM was not helping Hoboken. Burns told Rebisz that it sounded like Mayor Zimmer was crying and that it didn’t seem like Mayor Zimmer knew what she was talking about. According to Burns, when Mayor Zimmer made her comments, Burns unmuted the phone and informed Mayor Zimmer that he could hear her.

4. Universities’ Studies

During the interview, Brodsky showed Rebisz an August 5, 2013 exchange with Renna regarding the announcement that New Jersey was funding six universities’ studies of flood mitigation in regions not currently covered by the U.S. Army Corps of Engineers’ North Atlantic Comprehensive Study, including Hoboken. The email stated that Rebisz was unable to get a hold of Mayor Zimmer.

Rebisz recalled that he eventually spoke with Bryan about the studies. Rebisz did not recall Bryan’s reaction. Rebisz said that Mayor Zimmer rarely, if ever, returned his phone calls, and that in his experience, the best way to ensure that Mayor Zimmer and Hoboken received information was to get in touch with Bryan.


Rebisz stated that he attended the August 13, 2013 Hoboken Farmer’s Market event with the Lieutenant Governor and Mayor Zimmer. Brodsky showed Rebisz an email reflecting that Rebisz invited Mayor Zimmer to that event on Friday, August 9, 2013. Rebisz explained that the standard procedure was to invite elected officials once the event was finalized and it was confirmed that the Lieutenant Governor would attend. Typically, IGA would not give an elected official more than one week’s notice because events were always subject to change. Rebisz recalled that, at least on one occasion, Rebisz invited a local official to an event the day before it was scheduled.

Rebisz recalled that he arrived at the Hoboken Farmer’s Market event an hour before it was scheduled. Rebisz informed Bryan when the Lieutenant Governor was scheduled to arrive and when she was five minutes away, since the Lieutenant Governor is typically greeted by an elected official at events. Mayor Zimmer, however, did not greet the Lieutenant Governor when she arrived, but showed up at the event a few minutes after the Lieutenant Governor. Rebisz recalled that the Lieutenant Governor and Mayor Zimmer got along really well. Mayor Zimmer and the Lieutenant Governor took pictures and engaged in
small talk at the beginning of the event. Rebisz recalled that Bryan asked him if he could post one of the pictures on his twitter site, and Rebisz responded that was not a problem. Rebisz recalled that the Lieutenant Governor toured the Farmer’s Market with Mayor Zimmer and New Jersey Secretary of Agriculture, Douglas Fisher. Rebisz did not recall any tension between the Lieutenant Governor and Mayor Zimmer.

Rebisz said that after the Farmer’s Market event, Mayor Zimmer, the Lieutenant Governor, and Secretary Fisher made an impromptu stop at Carlo’s Bakery in Hoboken. The Lieutenant Governor and Mayor Zimmer appeared very friendly. Rebisz recalled that he stood next to Bryan across the table from the Lieutenant Governor, Mayor Zimmer, and Secretary Fisher, and that Bryan took pictures.

6. August 20, 2013 – Little Ferry Event with Governor Christie and Secretary Donovan

On or about August 20, 2013, Rebisz attended a press conference with Governor Christie and Secretary Shaun Donovan of the U.S. Department of Housing and Urban Development (“HUD”) in Little Ferry. Rebisz recalled that Mayor Zimmer showed up at the event unexpectedly, which was not typical for elected officials to do outside of their municipality. Rebisz did not recall having any conversations with Mayor Zimmer at the event regarding whether she was endorsing Governor Christie.

7. November 25, 2013 – Mayors Meeting

On or about November 25, 2013, Rebisz attended a meeting with a number of mayors, including Mayor Zimmer (along with Marks), regarding the second Action Plan for HUD Sandy relief funds. Rebisz greeted and said goodbye to Mayor Zimmer, but otherwise did not interact with her. Ferzan, Michele Brown, CEO of the EDA, Commissioner Constable, and Commissioner Martin of the DEP attended the meeting and Ferzan led the meeting. Rebisz did not recall Ferzan discussing private development or mentioning that Sandy relief was tied to private development. Rebisz did not recall attending any meetings or events with Mayor Zimmer after November 25, 2013.

8. December 2013–Present

Rebisz recalled that sometime around Christmas 2013 he reached out to Bryan because they hadn’t spoken in a while. Bryan said that he was in Washington, D.C. at the time, but that he would give Rebisz a call later that week. Rebisz and Bryan never connected.

Rebisz stated that he was surprised by Mayor Zimmer’s allegations. After Mayor Zimmer went public with her allegations, Rebisz recalled that he asked how he should interact with Hoboken, because he didn’t want to get involved when he shouldn’t. Rebisz
said that he was told that he shouldn’t treat Hoboken any differently. Rebisz said that he continues to communicate with Hoboken in his role as Sandy Regional Director.
Memorandum

On January 17, 2014, Colin Reed was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. Reed was not represented by counsel during the interview. All information contained herein was provided by Reed or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Reed has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Reed refrain from discussing the investigation and interview with others. Reed stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Reed graduated from the University of North Carolina at Chapel Hill in 2006. Prior to joining the Governor’s Office, Reed worked for the National Republican Senatorial Committee, the McCain and Romney presidential campaigns, and the Scott Brown for Senate campaign.

A. Role and Responsibilities

Reed serves as Deputy Communications Director. Reed reports to Maria Comella, and his responsibilities include talking to reporters on the phone throughout the day to respond to questions and to get the Governor’s Office’s message out.

In terms of Reed’s interactions with others in the office, Reed said that he “occasionally” interacts with Kevin O’Dowd and Charlie McKenna. He said that he interacts directly with the Governor “from time to time.”
1. Interactions with the Governor’s Office of Legislative and Intergovernmental Affairs

Reed said that he rarely interacts with the Office of Legislative and Intergovernmental Affairs (“IGA”), adding that if he needed to reach out to IGA in order to respond to a press inquiry, he would, but such interactions were not regular. With regard to Bridget Kelly, Reed said that Kelly mostly interacted with Comella or Drewniak. If Comella or Drewniak were out of the office, Reed might have discussed scheduling issues with Kelly or her staff, but this only happened a limited number of times.

2. Interactions with the Authorities Unit

Reed said that he interacts with the Authorities Office infrequently unless a press inquiry arises, which he explained rarely occurs.

3. Interactions with the Port Authority

Reed said that he interacts with the Port Authority infrequently, and considered the Port Authority to be Michael Drewniak’s area of responsibility.

Reed met David Wildstein once in the State House and spoke with Wildstein once on the phone when Drewniak was on vacation, and Reed needed to respond to a reporter from The Bergen Record regarding the lane realignment issue. Reed responded to the inquiry with a comment along the lines of the Governor of New Jersey does not involve himself in traffic studies. Reed recalls Drewniak took vacation for two weeks in November (the week before and the week of Thanksgiving); this is when the conversation occurred with Wildstein regarding the reporter from The Bergen Record.

4. Interactions with the Governor’s Campaign

Reed said that some press inquiries overlap between the campaign and the Governor’s Office. Reed said that when that happened, Reed directed those inquiries to Kevin Roberts, Governor Christie’s Campaign Communications Director.

II. Chronology of the George Washington Bridge Events

A. Spring 2013

Reed had “zero” knowledge of any efforts in April 2013 to seek the Fort Lee Mayor’s endorsement.
B. August 2013

Reed was unaware of the August 2013 exchange between Bridget Kelly and David Wildstein about the George Washington Bridge lane realignment.


Reed was not directly aware of the lane realignment, but recalled that he heard about it second-hand from reporters at some point. Reed was not quite sure when.

1. 9/11 Memorial Event

Reed had no knowledge about any communications the Governor may have had regarding the 9/11 Memorial event.

2. Patrick Foye’s Email

The first time Reed became aware of the Patrick Foye email was when the Wall Street Journal article came out on October 1, 2013, when he got an email forwarding the article. He recalled thinking it was “absurd” that the Governor’s Office was being asked questions about a Port Authority issue and that it wasn’t anything to be concerned about or care about. He recalled discussing this with Drewniak and Maria Comella. He recalled Drewniak seemed to care a bit more about the issue from the beginning, but that was normal because of Drewniak being more involved in Port Authority issues.

D. November 25, 2013 – Baroni’s Testimony

Regarding the November 25, 2013 testimony by Bill Baroni, Reed did not review a copy of the testimony in advance of Baroni’s testifying, nor was he involved in preparing or approving the testimony. He also did not watch or listen to Baroni testify; he simply read about it in the press. He also never spoke to Baroni about his testimony.

E. December 2, 2013 – Press Conference

Reed recalled pulling together a list of anticipated questions for the December 2, 2013 press conference, based on press inquiries the Communications Office had received prior to the press conference. One of the questions was about the lane realignment issue. Reed was not involved in prepping the Governor’s answers.

F. December 6, 2013 – Wildstein’s Resignation

Reed was not in the office the day Wildstein resigned because he was moving. He did not recall hearing about it beforehand.
G. December 9, 2013 – Wisniewski Committee Hearing

Reed did not watch or listen the December 9, 2013 hearing and was not involved in the days leading up to Bill Baroni’s resignation. Reed said that his only recollection is of heightened press interest after the hearing and in particular of press interest in Assemblyman Wisniewski’s “culture of fear” question.

H. December 13, 2013

Reed did not attend the senior staff meeting before the Governor’s press conference on December 13, 2013, though he was aware that the meeting was happening. He was also not aware of anyone being interviewed by Charlie McKenna or Kevin O’Dowd in connection with the staff meeting.

Reed only became aware of Baroni’s resignation when it was announced. He recalled that during the press conference where this was announced, he was particularly anxious because of all of the press and political attention on the lane realignment allegations. Drewniak was also anxious, which was normal given all the press attention.

I. January 8, 2013

1. Kelly’s Emails Released in The Bergen Record

Reed recalled that Shawn Boburg of The Record forwarded the January 8, 2014, story about Kelly’s communications with Wildstein to Drewniak, and Drewniak forwarded Boburg’s email to the Communications office. The story then went online.

2. Meeting at Drumthwacket

Reed recalled internal discussions about when would be best for the office to respond to the story. When Drewniak was called to Drumthwacket, Reed said that he then understood that the Governor’s Office was dealing with “crisis communications.” Reed recalled that Drewniak called the Communications office before heading to Drumthwacket.

Reed did not talk to Kelly at all while the lane realignment were happening, and said that he has not spoken with Kelly since January 8.

III. Document Retention Notices

Reed received the document retention notices and is in compliance with them.
To: File
From: Gibson, Dunn & Crutcher LLP
Re: Reiner Interview Memorandum

On January 28, 2014, David Reiner was interviewed by Reed Brodsky, Rachel Brook, and Christian Hudson of Gibson Dunn. Reiner was not represented by counsel during the interview. All information contained herein was provided by Reiner or as indicated. Reiner has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per the Gibson Dunn protocol, and requesting that Reiner refrain from discussing the investigation and interview with others. Reiner stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 2003, Reiner graduated from William Patterson University. In 2006, he obtained his juris doctor degree from Rutgers School of Law – Newark. He is a registered Democrat.

After graduating from law school, Reiner was a law clerk for the Honorable Judge Julio Fuentes in the Third Circuit. Reiner was a summer associate at Lowenstein Sandler LLP (“Lowenstein”) and returned to Lowenstein after his clerkship from 2007 until January 2010. While at Lowenstein, Reiner worked for former Assistant U.S. Attorney Maureen Ruane. Ruane received a call from Deb Gramiccioni who was heading up the New Jersey Authorities Unit at the time, and Gramiccioni asked Ruane if she knew of anyone interested in working at the Authorities Unit. Reiner interviewed for the job and started working at the Authorities Unit as assistant counsel in January 2010, reporting to Gramiccioni. Reiner worked in this position until March 2012 when Gramiccioni became the Deputy Chief of Staff for Policy and Cabinet Liaison in the Governor’s Office, at which point Reiner became
Gramiccioni’s Senior Policy Advisor. Reiner stayed on in this position under Amy Cradic and continues in this position today.

II. Superstorm Sandy Aid

A. March 11, 2013 – Meeting with the Rockefeller Group

On March 11, 2013, Reiner attended a meeting with someone from the Governor’s Office of Recovery and Rebuilding (“GORR”) (Eric Daleo or Vince Mekles), Nicole Crifo from the Authorities Unit (who was present because the Rockefeller Group plan would involve coordination with New Jersey Transit for a light rail or something of that sort), Lori Grifa, and individuals from the Rockefeller Group. Reiner said that Colin Newman (from the Governor’s Counsel’s Office) received an invitation, but he does not recall if he attended the meeting. No one from Mayor Zimmer’s office attended the meeting.

Reiner said that Grifa called either him or Ferzan asking to discuss a development project, and such requests were standard. At the time that Grifa called, Reiner says that he and Ferzan did not know her connection to Hoboken. Reiner took notes during this meeting which he provided. He was given materials, including the February 2013 Hoboken Rockefeller Group Proposal.

Based on his notes and his recollection, Reiner said the Rockefeller Group presented their proposal, including a discussion of the three blocks in Hoboken and a large building that they wanted to build within those three blocks. The Rockefeller Group said that there were no flood hazard permit issues, and their plans included the building of flood walls. Someone in the meeting asked about runoff water into Weehawken as a result of the flood walls, and it was suggested that a wall could be built in southern Hoboken until the development was built. The Rockefeller Group was worried about the Department of Environmental Protection (“DEP”) and their granting of permits, and someone from the Rockefeller Group mentioned that Mayor Zimmer had met with Commissioner Bob Martin from the DEP and Commissioner Martin painted a bleak picture. Reiner did not recall there being a specific request from the Rockefeller Group during this meeting. But someone asked if the project was eligible for Federal Emergency Management Agency (“FEMA”) 406 funds, and it was mentioned that FEMA had endorsed the proposed flood wall system elsewhere.

Reiner remembered coming out of the meeting with the Rockefeller group thinking that the Mayor and the Rockefeller Group were working together and on the same page.

During this meeting, Sandy projects (such as the flood walls) came up, but no discussion of allocations or amounts occurred. Reiner has never received any message or
been told in any way that Sandy funds should be tied to political affiliations, endorsements, or redevelopment/development projects.

B. Interactions with Hoboken Mayor Dawn Zimmer

1. Pre-Sandy Interactions with Mayor Zimmer

When Reiner started in the policy office, prior to Hurricane Sandy, Gramiccioni brought him to a meeting related to a New Jersey Transit development project with LCOR. The meeting was called because Mayor Zimmer had expressed that she had some concerns about the project. Reiner remembered that Mayor Zimmer was not against the development project, but she wanted the project to be done on a smaller scale. New Jersey Transit and LCOR wanted the project to include 2.5 million square feet, but Mayor Zimmer had developed a draft zoning plan for the area that only included 2 million square feet. Reiner recalled several meetings with Mayor Zimmer about this project.

Prior to Hurricane Sandy, Reiner believes he met with Mayor Zimmer two other times, and spoke with her on the telephone one other time. He did not remember details, but he believes he has notes from this meeting.

2. Post-Sandy Interactions with Mayor Zimmer

Reiner said that he was not very involved in Sandy aid projects. He reviewed the New Jersey state action plan before it went to the federal government, and he worked on economic development programs with GORR. But he was not involved in determinations of amounts of aid going to different recipients.

Post-Hurricane Sandy, Reiner only met with Mayor Zimmer on one occasion. This meeting occurred on March 12, 2013 and was called by Mayor Zimmer for purposes of discussing the flooding issues and infrastructure issues for Hoboken since Hurricane Sandy. Mayor Zimmer wanted all of the transportation agencies to be present at the meeting, including the Department of Transportation, the Port Authority, the North Hudson Sewage Commission, and others. Reiner said that he may have helped make phone calls to get the meeting organized. He had contemporaneous notes from this meeting.

Based on his memory and contemporaneous notes, Reiner recalled that Mayor Zimmer provided maps created by the Rockefeller Group to attendees. She explained to the attendees that she wanted everyone to come together as part of a working group to address flooding issues. Reiner was not certain of whether this group ever formed. Reiner’s notes reflected a disagreement between Mayor Zimmer and the New Jersey Transit representative, Jim Weinstein, at the meeting regarding the Longslip canal. Mayor Zimmer wanted to use the canal as a reservoir, but New Jersey Transit wanted to fill in the canal. Reiner’s notes
further said that Mayor Zimmer presented an idea about flooding that she obtained from the Dutch, and she handed out paper copies of the Dutch proposal (though Reiner never received a copy). During this meeting, Weinstein told the Mayor that he wanted to work with her and Hoboken, but he had a fiduciary duty to apply for New Jersey Transit’s own grants. Mayor Zimmer also discussed pumps and the need to get professionals talking to each other.

Terrance Brody of the GORR was also present at the March 12, 2012 meeting, and Reiner recalled Brody telling Mayor Zimmer that they were happy to work with her, but there were many needs out there. And he recalled Brody stating that she should look at Section 406 grants because of the unlimited potential for funds. Reiner’s notes reflect these statements from Brody as well.

Reiner said that he did not remember whether the Rockefeller Group development project, or any development project, was mentioned during this meeting.

C. Rebuild by Design

Reiner only recently heard of Rebuild by Design (“RBD”) two weeks prior to Mayor Zimmer making her public allegations. LCOR provided him with a packet of information about RBD because the transit company involved in RBD had not provided a plan, and since LCOR’s property will be involved, they need to be involved in the RBD plans. LCOR approached Mayor Zimmer as a stakeholder.

It is possible the Rockefeller Group came up in other conversations with LCOR, but not in the context of any projects that he was working on.

III. The George Washington Bridge Events

Reiner did not have any knowledge about this issue. He said that he is friends with Nicole Crifo, and so they texted back-and-forth a few times about seeing things about this issue in the news, but they did not express any personal opinions in these texts (i.e., “Did you hear that Wildstein received a subpoena?” “Oh, I guess that was going to happen.”).

Reiner said that he had to converse with Bridget Kelly on various issues as part of his job, but he never discussed the George Washington Bridge issue or anything related to Kelly.
Memorandum

On Thursday, January 30, 2014, Christina Genovese Renna was interviewed by Randy M. Mastro, Alexander H. Southwell, Debra Wong Yang and Sarah Vacchiano of Gibson Dunn. During the interview, Renna was represented by Henry Klingeman of Krovatin Klingeman LLC. All information contained herein was provided by Renna or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Renna has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn’s protocol, and requesting that Renna refrain from discussing the investigation and interview with others. Renna stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[Renna graduated from St. Joseph’s University and received a Master’s in Public Administration from Villanova University.]

Prior to joining the Governor’s Office in 2010, Renna served as a private legislative aide in District 1 in South New Jersey, then worked in the private sector before spending three years as a business lobbyist for the Chamber of Commerce of Southern New Jersey, a 501(c)(6) organization.

Renna stated that she kind of fell into her job with the Governor’s Office. She did not work on the Governor’s campaign in 2009, though she did vote for Governor Christie and is a registered Republican. Renna was introduced to Bill Stepien in 2009 by Pete Sheridan, a
mutual friend who thought Renna was a great fit for an open Business Affairs position within the Governor’s Office.

Renna joined the Governor’s Office in April 2010 as Director of Business Affairs within the Department of Legislative & Intergovernmental Affairs (“IGA”). In this role, Renna travelled the state to meet with small businesses and local chambers of commerce to discuss the Administration’s economic development initiatives (Renna pointed out that this time period predated the Lieutenant Governor’s principal focus on driving economic development issues). As Director of Business Affairs, Renna’s primary objective was getting the Governor’s name out among small businesses and focusing on economic development issues. In this role, Renna reported to former Director of IGA, Amanda Gasperino. When Gasperino left this position, Bridget Kelly assumed the role of Director of IGA and Renna reported to Kelly thereafter. Renna held the position of IGA Director of Business Affairs for approximately nine months. In winter 2011, Renna became the IGA Legislative Liaison, where she liaised with the New Jersey Assembly and ultimately the entire state legislature. Renna stayed in this role for approximately one year and then became IGA Director of Departmental Relations.

Renna described the Departmental Relations role as very different from her first two positions within IGA. As Director of Departmental Relations, Renna served as the intermediary between the State departments and the Governor’s Office. For example, Renna served as the Governor’s Office liaison with department commissioners, assisting the cabinet members to flag issues with the Administration and updating the Governor on projects the departments were working on. Renna also attended meetings between the department heads and the Governor’s Office. Renna held the position of Director of Departmental Relations for approximately one year, and then was promoted to her current role of Director of Intergovernmental Affairs, Kelly’s former position within the Governor’s Office.

A. Role and Responsibilities

As Director of IGA, Renna said that she oversees 10 members of IGA staff divided into two teams of Regional Directors and Sandy Regional Directors. Non-Sandy Regional Directors serve as the points of contact for all local and county officials in the state, broken down by region. Sandy Regional Directors are uniquely focused on the 16 towns most severely impacted by Hurricane Sandy, and serve as points of contact for mayors and community groups in those towns. Both teams of regional staff spend the majority of their time on the road meeting with local officials and community groups.

When Renna first assumed the role of Director of Intergovernmental Affairs, she was only responsible for overseeing the team of Sandy Regional Directors. In June 2013, Renna’s oversight role expanded to both teams of regional staff, although Renna stated that Sandy oversight had been her primary focus over the past year.
Renna said that her interactions vary between the two Regional Director teams. Due to the fact that the Sandy team is based fully on the road, Renna said she mainly approves various meetings the Sandy Regional Directors set up with local officials and community groups, and then requests updates and feedback from those meetings. Additionally, the Sandy team fields questions and requests from local officials and community groups, and then forwards these questions to Renna, who gathers information from Marc Ferzan and other officials from the Governor’s Office of Recovery and Rebuilding (“GORR”). Renna said that GORR also provides input on various action items that Renna communicates to the Sandy team to take back to their regions’ respective mayors and community groups.

Kelly was promoted to Deputy Chief of Staff for Legislative and Intergovernmental Affairs in or about April 2013. At that point, Renna characterized herself as the only other senior person in IGA aside from Kelly, and shortly thereafter, Renna defaulted into the role of unofficially being in charge of the non-Sandy regional staff. Renna was responsible for approving the Regional Directors’ travel schedules making sure they showed up on time and did their jobs. Renna, however, had no involvement in hiring or termination decisions.

1. **Regional Staff**

IGA Regional Directors are collectively referred to as regional staff. Renna described the regional staff as “kids,” in that many are recent college graduates and former interns with an interest in politics.

Renna described IGA’s operations as constituent relations for local elected officials. In order to carry out IGA’s goal of effecting “good government” practices, Renna said that she is responsible for overseeing the Regional Directors via a system of “checks and balances,” wherein Renna reviews with whom the regional staff are meeting, as well as the timing and purpose of such meetings.

**B. IGA Office Layout**

When Stepien was IGA Deputy Chief of Staff, all IGA staff was located on the 4th floor of the State House. According to Renna, Stepien had a “bullpen” mentality; for approximately Renna’s first 3 years in IGA, everyone had an office on the 4th floor.

Renna sat in a cubicle until Kelly was promoted to Stepien’s position in April 2013. When Stepien left, Renna moved into Kelly’s former office on the 2nd floor of the State House. Renna assumed Kelly’s former title of Director of IGA, but Kelly did not transfer to Renna the same responsibilities. Renna recalled there was confusion among the office as to whether Renna would be overseeing all IGA staff. Renna sat in Kelly’s old office until she was moved to the 4th floor IGA cubbyhole by Kelly around September 2013, because as Kelly explained at the time, the Chief Counsel’s Office needed additional space. Based on the entirety of Renna’s relationship with Kelly, Renna speculated that the real reason behind
the move was Kelly was intimidated by Renna, and furthermore, Renna perceived that Kelly consistently kept Renna at arm’s length from anyone of importance in the Administration. Renna stayed in the IGA cubbyhole, and consequently, Renna sensed that a lot of people in the Governor’s Office did not know Renna, due to the physically remote location of Renna’s office.

C. Relationship with Bridget Kelly

Renna did not know Kelly until Renna’s second year in IGA, when Gasparino left the office and Kelly became Renna’s boss in 2011. Early on Renna and Kelly were as friendly as Kelly was with anybody in the office. Renna noted that Kelly was not close with anyone in the office except Stepien.

At first, Renna and Kelly would occasionally grab a drink after work, although they did not socialize outside of work on the weekends. But after Renna got married in July 2012, Renna noticed that their personal friendship diminished.

Renna explained that Kelly did not interact with many people in the office on a personal level, so she considered Kelly’s behavioral change to be geared towards Renna specifically, and not reflective of a general behavioral change in Kelly. Renna noted that when Stepien was in IGA, he also only interacted with Kelly, and Kelly and Stepien’s management style mirrored each other.

When Kelly moved downstairs, she set up the IGA flow chart differently. In addition to Renna, Vincent Napolitano and Kieran Tintle reported directly to Kelly. Renna considered Napolitano and Tintle to be her contemporaries in IGA. As Director of Constituencies, Napolitano oversaw the constituencies operation, serving as the liaison between the Governor’s Office and the Jewish and Hispanic communities. Tintle took over Renna’s role as Director of Legislative and Departmental Relations, which included proactive letter writing.

As Kelly got closer to filling Stepien’s role as IGA Deputy Chief of Staff, Kelly became more distant from IGA staff. Based on speculation, Renna believed that if Stepien were to leave, Kelly would get his job.

D. IGA Culture and Management Style

Renna described Stepien as antisocial, but added that Stepien could be very pleasant when he wanted to be. Renna further characterized Stepien as brilliant but intimidating. Renna said that it was her perception that Kelly wanted to be like Stepien, but in Renna’s opinion, Kelly was not nearly as intelligent as Stepien. Renna believed that Kelly emulated Stepien’s management style and fell in line with whatever he wanted without question.
Renna described Kelly’s demeanor as tough with an occasional bad temper. However, by the time Kelly headed the IGA office, the staff had experienced three years of a culture where people knew better than to ask questions or come close to overstepping—so in Renna’s opinion, there were less reasons for Kelly to be angry because everyone already knew how IGA operated.

E. Additional IGA Staff

Renna said that Matt Mowers preceded Evan Ridley as Regional Director for the northern region of New Jersey, which includes Fort Lee. During this time, Renna was not overseeing the regional operations, so Mowers never worked for Renna. Renna opined that Mowers was young and ambitious, with a sharp political mind.

Ridley took over Mowers’ position as Regional Director for the northern region when Mowers left IGA to work for Governor Christie’s reelection campaign in 2013. Renna explained that Ridley currently oversees a “super region,” because Kelly and Stepien were not inclined to hire additional people over the past year and Ridley’s region encompasses multiple regions. Renna added that Stepien wanted Mowers on the campaign, so IGA assigned Ridley the super region to get through the campaign.

Professionally, Renna did not consider Ridley to be a strong performer.

Renna also considered Pete Sheridan—the person who got Renna the interview with Stepien in 2010—to be her contemporary within IGA. During the Governor’s first term, Sheridan oversaw the geographic operations within IGA.

F. Use of Personal Emails

Renna explained that after she had been with IGA for one year, she recalled realizing that everyone around her was using a personal email account in addition to their government email accounts. Renna did not use a personal email address for work purposes during her first year in the Governor’s Office. When Renna realized that everyone else was using a personal email account for work purposes, she created a Gmail account which she used for both work and personal matters. Renna stated that no one in the Governor’s Office asked her to create a personal email account for work purposes.

Renna added that staffers in the field were given state Blackberries and able to access state email accounts on the road.

Renna did not recall discussions regarding the use of personal emails with Stepien or Kelly.
G. Other Interactions within the Governor’s Office

In Renna’s current role as Director of Intergovernmental Affairs, Renna rarely interacted with Maria Comella, the Deputy Chief of Staff for Communications and Planning. Renna interacted more with Comella when Renna was serving in the interdepartmental role.

In Renna’s interdepartmental role, Renna stated that she interacted occasionally with Nicole Crifo in the Authorities Unit.

Renna recalled rarely interacting with David Wildstein—they interacted on no more than five occasions, and all during her second and third year in the Governor’s Office when she was working on departmental matters. Renna also interacted with some younger folks who worked under Wildstein at the Port Authority.

Renna stated that Kelly and Wildstein talked all the time and were exceptionally close. Renna personally observed that Wildstein called Kelly frequently, but did not know if they socialized outside the office. Renna did not know why Kelly and Wildstein had such a close friendship. Renna speculated that since Stepien was friendly with Wildstein, and Kelly was Stepien’s protégée, that could be the connection that bound Kelly and Wildstein.

Renna had absolutely no direct interactions with the Governor. Renna said that she did not directly interact with the Governor by phone, email or in person. At most, Renna would see the Governor at a town hall event or Drumthwacket, where the Governor might give Renna a hug and ask how her husband was doing.

H. Interactions with the Governor’s Campaign

Beginning in July 2013, the IGA team went to go to campaign headquarters one evening a week and made volunteer calls on behalf of the Governor’s reelection campaign. Kelly designated Wednesdays as “Bridgewater Wednesdays,” on which IGA staff would leave the State House at 5:00 p.m. and spend a few hours making “get out the vote” calls on behalf of the Governor’s reelection campaign. Renna participated each Wednesday. Kelly and Stepien also scheduled weekly conference calls on Saturday mornings between IGA staff and campaign staff.

Renna stated that IGA staff did not work on the campaign during normal business hours. It was well known from Stepien and Kelly that IGA staff could only work on the Governor’s re-election campaign on vacation or spare time outside normal business hours.

1. Stepien’s “Top 100 Towns” List

Renna explained that the focus of the regional team for four years was “good government across the board,” which was implemented by managing constituent relations
with every elected official at both the local and county level. The “T-100” towns list was Stepien’s brainchild. Renna did not know how Stepien came up with the list—she specifically stated that the list was not based on town size—but she recalled being told anecdotally that Stepien was a brilliant mastermind of voting data and had compiled a list of key towns whose support for the Governor could grow. Renna said that following Hurricane Sandy, Stepien added 17 towns to the T-100 list, making it a T-117 list. Renna added that not all of the newly-added towns were added because of Hurricane Sandy. Renna said that the T-100 list was designed to focus on building stronger relationships for the Governor with those towns in particular. Renna used the T-100 list daily during the course of the work day, and considered it a helpful tool to aid IGA’s efforts to have the Governor visit a school or organize a town hall in certain towns in order to strengthen the Administration’s relationship with those towns.

Renna was not under the impression that the list was structured as a “good/bad” list. Renna emphasized that the T-100 list was reflective of IGA’s continuing focus on strengthening its constituent relations.

Renna did not perceive a cognizable pattern in the list of towns. To the contrary, Renna described the list as a “mixed bag of towns” that included urban, suburban and rural towns. The list includes more northern New Jersey towns than southern New Jersey towns, but Renna stated that demographics did not play a factor in compiling the list.

Renna said that within the Governor’s Office, IGA did not “drive” the Administration; rather, IGA was designed to be the link between getting on-the-ground information from local towns and counties and communicating that information to the high-level people and senior staff making the decisions.

2. List of Mayors

Renna believed Stepien kept track of mayors who were not in favor with IGA, but Renna was not privy to that process. But IGA staff would receive mandatory directives along the lines of “do not rush to return this mayor’s phone call.” Renna recalled an IGA staffer asking Renna, “Can we get a list of hands-off mayors?” Renna remembered responding, “You know we won’t get it, and it would change daily anyway.”

Renna could not think of an example of political retribution that would rise to the level of what is alleged was done with the George Washington Bridge. However, sometimes IGA staff received a directive along the lines of “no need to call to check in” with a local elected official, which was enough to send a message to the local elected official.
3. **Stepien’s Color-Coded Maps**

Renna described Stepien as having different maps for different years posted on the walls of Stepien’s office and multicolored pins strategically placed throughout the maps. Renna said that the multicolored pins represented towns in which the Governor held public events or IGA organized town halls; or, alternatively, mayors who had signed on to support the Governor’s various initiatives, such as the Governor’s 2.5 percent property tax cap plan from 2010.

4. **Kelly’s Poster of Names**

Renna was shown a poster with a list of names taken from the wall of Kelly’s office. Renna did not remember seeing this specific poster but was familiar with the names listed. Renna noted that in practice, she recalled Kelly making lists on whiteboards in her office, but Renna did not recall seeing a large poster in Kelly’s office.

Renna speculated that the top names were “constituency guys.” Renna then identified the names on the list, and specified to the best of her recollection whether or not the person endorsed the Governor.

- **Mullen [William T. Mullen, President of the New Jersey Building and Trades Council]:** Renna said Mullen is a building trades guy who is not a current friend of the Administration, though he used to be.

- **Pocino [Ray Pocino is on the Port Authority Board of Commissioners]:** Renna recalled Pocino endorsed the Governor and is considered a friend of the Administration.

- **Jackson [Bishop Reggie Jackson]:** Renna described Jackson as an African American community leader who Renna thinks endorsed the Governor.

- **Kotler [Rabbi Malkiel Kotler]:** Renna said Rabbi Kotler oversees the orthodox Jewish community in Lakewood, NJ. She recalled Rabbi Kotler endorsed the Governor. However, it was Renna’s understanding that IGA was not working with Rabbi Kotler any longer.

- **Stack [Senator Brian Stack, 33rd Leg. District and Democratic Mayor of Union City]:** Renna recalled that Senator Stack endorsed the Governor.

- **Diaz [Wilda Diaz, Democratic Mayor of Perth Amboy City]:** Renna recalled that Mayor Diaz endorsed Barbara Buono.
• Gerbounka [Richard Gerbounka, Mayor of Linden City]: Renna recalled that Mayor Gerbounka endorsed the Governor.

• Stahl [David Stahl, Mayor of East Brunswick Township]: Renna recalled Mayor Stahl, a former Democrat, switched parties to run for State Senate as a Republican. Renna did not think Mayor Stahl ultimately endorsed the Governor but said that he could have been listed as a potential endorser when he was still a Democrat.

• McCormac [John McCormac, Democratic Mayor of Woodbridge Township]: Renna recalled Mayor McCormac endorsed the Governor in 2009 but not in 2013, but Renna described Mayor McCormac as a friend of the Administration.

• DelVecchio [David DelVecchio, Democratic Mayor of Lambertville City]: Renna recalled Mayor DelVecchio did not endorse the Governor.

• Sokolich [Mark Sokolich, Democratic Mayor of Fort Lee]: had no recollection.

• Kelly [Albert Kelly, Mayor of Bridgeton City]: Renna recalled that Mayor Kelly did not endorse the Governor.

• Hameeduddin [Muhamad Hameeduddin, Mayor of Teaneck]: Renna recalled Mayor Hameeduddin did not endorse the Governor.

• LaBarbiera [Richard LaBarbiera, Democratic Mayor of Paramus]: Renna did not recall whether Mayor LaBarbiera endorsed the Governor.

• Roque [Felix Roque, Democratic Mayor of West New York]: Renna recalled that Mayor Roque was a mayor who was indicted. She recalled the Administration had a working relationship with Mayor Roque before his indictment.

• Fulop [Steven Fulop, Democratic Mayor of Jersey City]: Renna did not know if Mayor Fulop was on the list of potential Governor endorsements.

I. Endorsement Efforts: Mayor Dawn Zimmer

Renna stated that Hoboken Mayor Zimmer was always on the list for potential Democrat endorsements, and then Renna recalled Mayor Zimmer’s name came off the list. Renna recalled that IGA always had a “phenomenal working relationship” with Mayor Zimmer, even though Mayor Zimmer had made it clear that she was not going to endorse the Governor. Renna recalled the Governor was fine with Mayor Zimmer’s non-endorsement. Renna added that she had a document indicating Stepien directed IGA to take Mayor Zimmer
off the list of potential endorsements in January 2013. Following that directive, the IGA office had a great working relationship with Mayor Zimmer.

Renna said that the Governor rarely solicited endorsements directly from mayors. It was Renna’s understanding that the Governor personally requested Mayor Zimmer’s endorsement, but Renna did not know this factually; rather, Renna’s understanding is based on a conversation she had with Kelly, who thought that the Governor personally asked Mayor Zimmer to consider endorsing him during a meeting with Mayor Zimmer.

Even though Renna recalled that Stepien directed IGA to take Mayor Zimmer off the list of potential Democrat endorsements in January 2013, Renna said that the conversation with Kelly (about the Governor asking Mayor Zimmer to consider endorsing) happened in February 2013.

J. IGA Communications re: Mayor Mark Sokolich

Renna specifically recalled that Mayor Sokolich was on the list of potential Democrat endorsements “for a long time,” but remembered Mayor Sokolich came off the list in April 2013. Ridley told Renna that Mayor Sokolich was not planning to endorse the Governor. At the time, Renna was not involved in obtaining Mayor Sokolich’s endorsement, and had no specific knowledge about such efforts. Renna recalled Mowers asked Mayor Sokolich for his endorsement, but was not aware that Mowers was planning to ask Mayor Sokolich prior to Mowers’ request for the Mayor’s endorsement.

Renna said that IGA knew by April 2013 that Mayor Sokolich did not intend to endorse the Governor, and Renna’s perception was that was fine. She recalled Mowers and Ridley continued to have an excellent relationship with Mayor Sokolich, even after IGA knew the mayor was not endorsing the Governor, at least up until August 2013, when Kelly communicated to Renna that she was upset about Ridley meeting with Mayor Sokolich.

1. June 5, 2013: Renna-Ridley Email re: Mayor Sokolich

Southwell questioned Renna about a June 5, 2013, email from Ridley to Renna, in which Ridley wrote, “meeting with the mayor of Fort Lee was one of the more interesting things I’ve witnessed in this job.” Renna explained that Ridley routinely sent Renna emails to update her on his daily meetings. Renna did not recall having a substantive follow-up conversation with Ridley about that Mayor Sokolich meeting. Renna never met Mayor Sokolich, but she generally recalled that Mayor Sokolich was known to be a quirky, jubilant guy. Based on Renna’s professional relationship with Ridley, Renna surmised that Ridley’s characterization of that Mayor Sokolich meeting suggested that Ridley found Mayor Sokolich to be jovial and funny.
2. **August 16, 2013: Ridley Meeting With Mayor Sokolich**

Renna was questioned about an August 16-17, 2013 email exchange between Renna and Kelly wherein Kelly not happy that Ridley met with Mayor Sokolich. Relevant portions of the email exchange are below.

Kelly (8/16/13 at 10:54 p.m.): And why did [Ridley] think it was ok to meet with Sokolich?

Kelly (8/17/13 at 7:43 a.m.): [Ridley] should not have met with Fort Lee without approval. I’m really upset with him.

Renna (8/17/13 at 7:47 a.m.): I’m checking with Chris [Stark, IGA Regional Director] to see if [Ridley] asked him or not. I doubt he did…Chris would have flagged it with me, I’m sure. Will let you know.

Renna stated that she did not know why Kelly was angry with Ridley for meeting with Mayor Sokolich on August 16, 2013, and found Kelly’s reaction “inexplicable.” Renna recalled following up with another IGA staffer to see if Ridley had flagged the Mayor Sokolich meeting with him; the other IGA staffer did not know Ridley was taking the meeting with Mayor Sokolich. Renna said that she had no idea there was an issue with Mayor Sokolich at the time.

Renna stated that she did not ask Kelly why she was angry with Ridley for meeting with Mayor Sokolich, because the information flowed on a need-to-know-basis: if Kelly considered it important that Renna know why Kelly was upset with Ridley, Kelly would have shared that information with Renna. Renna stated that it would have been overstepping for her to ask for that information. Renna did not recall ever talking about it with other staff or learning from other sources why Kelly reacted angrily, but Renna explained that Kelly’s reaction was not out of the ordinary, as it was normal for IGA management to be mad at a mayor without Renna knowing why.

Renna added that the August 16, 2013 meeting was the last meeting Ridley had with Mayor Sokolich. According to Renna, IGA did not engage in any outreach with Mayor Sokolich between Ridley’s August 16, 2013 meeting with Mayor Sokolich and the Fort Lee traffic issue.

Renna explained that the full picture of the Renna-Kelly email chain was more convoluted than it seemed, because Renna recalled having performance issues with Ridley prior to August 16, 2013. For example, Renna was frustrated with Ridley for not sending her his schedule of meetings; and in addition, she had heard rumors that Ridley may have been faking having certain meetings (and subsequent recaps of the meetings) with local officials and instead taking time off from work. Renna even suspected that the August 16, 2013 “meeting” with Mayor Sokolich might have been fake, given Ridley’s rote description of it.
Renna said that she did not want to throw Ridley under the bus in her conversation with Kelly, so she simply tried to placate Kelly.

Renna added that she had a follow up conversation with Ridley regarding his performance issues. Renna did not know if Kelly met with Ridley about either his lack of performance or Ridley’s August 16, 2013 meeting with Mayor Sokolich.

Renna did not have any subsequent conversations on this subject with Kelly following the August 16-17, 2013 email exchange.

3. **August 22, 2013: Email re: Fort Lee Regional Chamber of Commerce Breakfast**

[On August 22, 2013, Renna received an email from Margaret Maclay, Director of the Fort Lee Regional Chamber of Commerce, inviting Lieutenant Governor Guadagno to address the Fort Lee constituency at an upcoming October 2013 luncheon. Renna forwarded the email to Kelly, who replied, “Should we do this in light of the Mayor?” Renna responded, “I guess not. It’s a good Chamber, though.” Kelly then said, “I assume the Mayor would go, no?” Renna answered, ” Not necessarily if we don’t tell him. He works, right?” Kelly responded, “Correct. Good call.”]

During this timeframe, Renna recalled being in the process of lining up speaking engagements with various Chambers of Commerce. When asked why Renna responded to Kelly, “I guess not,” Renna said it was in response to the immediate interchange with Kelly, wherein Renna inferred that Kelly had something against Mayor Sokolich and went along with it in her response to Kelly. Renna did not recall having any subsequent discussions with Kelly about the Fort Lee Regional Chamber of Commerce invitation.

II. **Chronology of the George Washington Bridge Events**

A. **August 2013**

Renna had no recollection of interactions between Kelly and Wildstein during August 2013. Furthermore, Renna said she had no knowledge of the August 13, 2013 email communications between Kelly and Wildstein.

B. **September 9-13, 2013 – George Washington Bridge Lane Realignment**

Renna stated she had no knowledge of the Fort Lee lane realignment at the time it started. Renna did not have any knowledge of inquiries about the traffic issues on September 9, 2013.
Regarding Kelly’s September 9, 2013 email to Ridley (“Have you spoken to the Fort Lee Mayor?”), Renna was copied on the email, which Renna recalled was sent on their official Governor’s Office email accounts.

1. September 12, 2013 – Renna’s Email to Kelly About Mayor Sokolich

Renna recalled the events of September 12, 2013. Renna recounted that Ridley came to Renna’s office and said he needed to talk to Renna about a call she had just taken from Mayor Sokolich. Renna recalled pulling out a notebook and taking notes as Ridley reiterated the conversation with the Mayor. Renna recalled Ridley saying that he had never heard Mayor Sokolich so angry; he said Mayor Sokolich used a lot of foul language and told Ridley that he needed to figure out what was going on.¹

Renna explained that it was her job to report the phone call to Kelly. Renna recalled hoping to speak to Kelly in person on September 12, 2013, but due to extenuating circumstances (the boardwalk fire in Seaside happened that day and Kelly was in a meeting). Renna sent Kelly an email outlining the conversation Ridley recounted with Mayor Sokolich. Renna added that her practice was normally to reach Kelly in person but otherwise she would email Kelly. Renna recalled thinking it was not important enough to call Kelly’s cell.

Renna sent the email to Kelly recounting Ridley’s angry call from Mayor Sokolich at 3:36 p.m. on September 12, 2013. Kelly did not respond to Renna’s email about the Sokolich call until 11:44 p.m. that night. Renna recalled that between 3:36 p.m. and when Kelly responded at 11:44 p.m., Renna had been in communication with Kelly about the boardwalk fire, but not about Fort Lee. At the time, Renna was not aware that Kelly had forwarded Renna’s email about Mayor Sokolich’s angry call to Wildstein.

Renna woke up the next morning and saw Kelly’s response from 11:44 p.m. In contrast to Renna’s lengthy, 5-paragraph email to Kelly recounting Mayor Sokolich’s call, Kelly responded with a single word: “Good.” Renna recalled thinking it was a typical, cryptic response. Renna described Kelly’s cryptic response as Kelly trying to act like Stepien.

Until December 12, 2013, Renna did not recall any later discussions with Kelly about the September 12, 2013 email or Mayor Sokolich’s phone call.

Renna said that because she lives in south Jersey (Fort Lee is north New Jersey), she was not fully aware of the extent to which the traffic issue had been reported in the news.²

¹ In Renna’s handwritten notes of Ridley’s recounting the Mayor Sokolich call, Renna wrote “minutes from the council meeting,” but Renna stated that she did not recall what that note refers to.
cycle until Ridley put the September 17, 2013 *Wall Street Journal* article about Fort Lee in the daily report. Renna recalled this was the first media report she saw on the Fort Lee traffic issue.

2. **September 13, 2013 – IGA Staff Meeting and Patrick Foye’s Email**

   Renna did not recall the September 13, 2013, IGA staff meeting Kelly assembled via email. Renna commented that typically, Kelly would not use email to gather all staff for a meeting. However, weekly IGA staff meetings usually occurred on Fridays (September 13, 2013 was a Friday). Renna said Kelly’s email could be about anything.

   Renna had no independent recollection of Patrick Foye’s September 13, 2013 email or the *Wall Street Journal* article on the George Washington Bridge traffic issues. Renna did not recall having a conversation with Kelly about either Foye’s email or the traffic issues.

C. **October - December 2013**

   Renna stated she likely had brief conversations with her colleagues about the Port Authority board meetings and legislative hearings on the lane realignment, but she did not recall having any notable or substantive conversations about Fort Lee. Renna stated that she did not take note or pay attention to the Fort Lee issues until Wildstein was subpoenaed.

   Renna recalled Wildstein’s resignation in early December 2013. Renna did not recall having any conversations with Kelly about the Fort Lee events until December 12. Renna added that at this point in time, Kelly had kept Renna at arm’s length. Renna recalled it was not unusual to go a full day without seeing or talking to Kelly.

D. **December 12, 2013 – Kelly’s Phone Calls to Renna**

   On the night of December 12, 2013, Kelly called Renna’s cell phone while Renna was on the way home from dinner with her husband and three stepchildren. Renna noted that it was normal for Kelly to call Renna’s cell if Kelly needed to get a hold of Renna, but by that point in time, Renna and Kelly did not speak frequently, so Renna suspected something had to be wrong for Kelly to call Renna at 9:00 p.m. Renna added that Kelly had not been in the office that day because Kelly had accompanied her oldest daughter to a medical appointment in Manhattan.

   The following is Renna’s recounting of the basic substance of the first telephone conversation with Kelly on the night of December 12, 2013:

   Kelly: Do you have a minute to talk? I need you to walk me through the timeline as it relates to Fort Lee.
Renna: What does that mean?

Kelly: When did Mowers ask for the endorsement?

Renna: I don’t recall. I wasn’t involved or overseeing the [regional] team then…off the top of my head, April or May.

Kelly: Do you remember how he asked [for the endorsement]?

Renna: I wasn’t involved; I remember hearing he just felt out the mayor, and he wasn’t interested – that’s all I can tell you.

Kelly: But it was spring?

Renna: Yes, I believe it was.

Kelly: Right. So this doesn’t make any sense at all as it relates to the Bridge.

Renna: Right. Well if the Mayor is saying political retribution, Evan had had a great relationship with Mayor Sokolich, so it doesn’t make sense.

Kelly: I know, that’s what I told Kevin [O’Dowd]. I just wanted to make sure I had it right as far as timing goes, because you know, I didn’t know anything about this.

Renna: Right. But, you know that the Mayor called Evan about it at some point – remember, he was F-bombing, etc.

[At this point, Renna indicated that Kelly immediately changed her tune.]

Kelly: Oh right, the email you sent me that I responded to with “good.” Do me a favor and get rid of that.

Renna recalled thinking to herself that she had never been asked to do anything like delete an email before in the four years she had been with IGA. Renna said that the call dropped, and both Renna and Kelly tried to call each other back, and Kelly reached Renna first. Renna claimed that the two calls were like “Version 1” and “Version 2,” in that Kelly’s entire attitude and demeanor during the second call was completely different than the first call; in contrast to the first call, Kelly was nervous and talking fast. Renna recalled Kelly was not making sense. Here is Renna’s recounting of the basic substance of the second telephone conversation with Kelly that same night:

Kelly: Well you know, Kevin called me today, and he really grilled me about this.
Renna: Okay, but you didn’t know anything, you just knew from this [September 12] email right?

Kelly: Right, but he’s asking me lots of questions about David [Wildstein], and it’s just nerve racking, and I’m at the hospital with the kids…

Renna recalled Kelly then paused.

Kelly: You know Christina, if someone tells me something is okay, who am I to question them?

Renna: Right, if Bill or David say something—

Kelly: I don’t need your vindication, Christina.

Renna recalled Kelly then cut her off, and Renna just let Kelly talk. Renna reiterated two additional things of note that she recalled hearing Kelly say.

First, Kelly commented that she felt okay about things because Senator Loretta Weinberg did not believe the Governor’s Office was involved in the Fort Lee traffic issues.

Second, Kelly concluded the call by saying, “All I know is that if David [Wildstein] said there was a traffic study, I have no doubt there was a traffic study. Renna recalled answering, “Well right, it was a traffic study.”

Shortly before the end of the second call, Renna recalled Kelly thanked Renna for letting Kelly vent. Renna finished the call sitting in the car parked in her driveway. Her husband and children went inside while Renna finished the call. After she hung up, Renna went inside and told her husband she had had an “unnerving” conversation with Kelly about the Fort Lee issue, but she did not recall sharing specifics of the conversation with her husband at that time.

Renna did not recall having a subsequent discussion with Kelly about the phone calls. Renna did not talk to anyone else about Kelly’s request that Renna delete the September 12, 2013, email or about the December 12, 2013, calls with Kelly.

Renna told herself to sleep on Kelly’s request to delete the September 12 email. The next morning, she complied with Kelly’s request because Renna always did what Kelly asked her to do. However, Renna was so upset about Kelly’s request that she decided to preserve a copy of the email by forwarding it to another personal Comcast email account before she deleted the original email from her Gmail account.
Renna thought she deleted the email from her Gmail account halfway through the day on December 13, 2013.

B. December 13, 2013

Renna recalled listening to the Governor’s December 13, 2013, press conference but she was doing other things and was not watching closely.

E. January 7, 2014 – Renna’s Conversation with Kelly About Fort Lee

On January 7, 2014, the day before Kelly’s emails were released in *The Bergen Record*, Renna had a conversation with Kelly in Kelly’s office to discuss personnel issues within IGA. Renna recalled Kelly saying, in sum or substance, “You know, I’ve been hiding under my desk nervous anytime someone walked in here with questions about Fort Lee, and I’m just happy it’s dying down.”

F. January 8, 2014

On the morning of January 8, 2014, Kieran Tintle called Renna in her office and told her to go to NJ.com. After Renna saw the headline, she told Tintle to come up to her office and further instructed him not to say anything to the rest of the staff. Renna said she then read the article and was shocked.

At some point after *The Bergen Record* story broke on January 8, 2014, Renna said Kelly called Renna’s office line. Kelly was hysterically crying and said that she was sorry. Renna asked Kelly if she was going to come into the office, and Kelly said no. Kelly hung up and called Renna back at some point later in the day to ask Renna to log into Kelly’s Twitter and delete Kelly’s account, because people were tweeting “mean things” about Kelly. Renna said that she was unable to log on with the login information Kelly gave her. Kelly said that Kelly’s mom had also been trying to log onto Kelly’s Twitter and was similarly unsuccessful. Renna recalled that Kelly’s Twitter account ended up being taken down, but Renna was not sure how it was deleted.

Later that day, on January 8, 2014, Kelly called Renna again. Renna recalled Kelly seemed calmer than during the previous two calls earlier that day. Renna said Kelly asked her about the State of the State RSVP’s, and asked Renna to email the State of the State updates to a new email address. Kelly gave Renna the new email address and specifically asked Renna not to share the email address with anyone in IGA. Throughout the rest of the day, Renna sensed that Kelly was trying to just work normally.
G. January 9, 2014

Within the first hour of the day on January 9, 2014, Renna printed the September 12, 2013, email exchange with Kelly about Mayor Sokolich’s call to Ridley and brought the email to Regina Egea. Renna explained to Egea why the email timestamp reflected December 12, 2013, and recounted Kelly’s request that Renna delete the email. Renna recalled telling Egea that she was willing to talk to Chief Counsel Chris Porrino about the email, but she wanted Egea to also have it. Renna did not discuss the email with anyone in the Counsel’s Office at that time.

Before the Governor’s January 9 press conference announcing Kelly’s termination, Kelly called Renna crying to say that she had been fired. Renna conveyed that she was also upset, as the whole situation was overwhelming. Renna recalled Kelly said, “I don’t know what I’m going to do. You can’t trust anyone, Christina.”

Renna noted that this was the last time she spoke with Kelly on the phone. Shortly after they hung up the phone, Renna received a text from Kelly that said, “Sorry to tarnish IGA.” Renna said that she responded to Kelly with something comforting, and Kelly answered that she was sorry. Renna said that this was the last time she communicated with Kelly.

Later that day, Renna asked the Regional Directors (Ridley, Chris Stark and Dominick Fiorilli) to come to Renna’s office. During Renna’s earlier meeting with Egea, Egea told Renna she would be asked to talk to someone in the Chief Counsel’s Office about the September 12, 2013 email. Renna relayed to the Regional Directors that she would be talking to the Counsel’s Office about certain things, and she wanted to ask the Regional Directors if they were aware of other related stories, in the event there might be other mayors coming out of the woodwork. Renna said she wanted to get the insight of the regionals before she spoke with the Counsel’s Office.

Renna spoke to Porrino for two hours later that night about the Fort Lee events of which she was personally aware.

III. Superstorm Sandy Aid Allegations

Renna did not have a personal relationship with Mayor Dawn Zimmer. Within IGA, Ridley had a relationship with Mayor Zimmer. In contrast, Renna and Mayor Zimmer only met in passing. Renna recalled organizing a town hall event that Mayor Zimmer attended.

Renna’s involvement in Hoboken was limited to hazard mitigation funding, not economic development projects. To Renna’s knowledge, there was never a discussion within IGA about tying Sandy relief funding to development projects, or tying Sandy relief aid to a
local elected’s support. Renna had no knowledge of Sandy relief aid being based on anything other than the merits.

A. February 2013: Dawn Zimmer’s Meeting with the Governor

Renna recalled emailing David Glass (DEP Deputy Chief of Staff & Legislative Liaison) to set up the meeting between DEP and Mayor Zimmer, but after reviewing the email exchange to that effect, Renna surmised that the meeting referenced in Renna’s email to Glass (wherein Renna says, “Late last week, Governor Christie met with Mayor Zimmer of Hoboken to discuss a whole host of issues”) was probably the February 2013 meeting in which the Governor specifically asked Mayor Zimmer to consider endorsing. Renna said that she did not attend the meeting.

B. March 5, 2013: DEP Meeting with Dawn Zimmer

Renna recalled Mayor Zimmer sent a letter to IGA about flooding, but noted that a lot of towns reached out to IGA with flood mitigation proposals and plans. Renna said that she knew Mayor Zimmer had a large scale flood mitigation project that required the involvement of the Army Corps of Engineers. Renna recalled that Mayor Zimmer was throwing out enormous dollar figures for the project in an effort to get increased funding. Renna emphasized that the project sticks out in her memory as a flood mitigation project – not a development project.

Renna believed that Kelly asked Renna to set up the meeting between DEP Commissioner Martin, Department of Community Affairs Commissioner Constable, and Mayor Zimmer. Mowers also attended the meeting. Renna explained that this fell within her area of responsibility because she was overseeing both the Sandy operation and interdepartmental relations at that time. Renna did not recall discussing the meeting with Commissioner Martin or Commissioner Constable. Renna did not attend the meeting on March 5.

Prior to the meeting on March 5, 2013, Mowers sent an email to Renna asking if it was ok for the Rockefeller Group to be part of the meeting with Mayor Zimmer and the Commissioners. Renna recalled that she did not know who the Rockefeller Group was, and the only reason she remembers the Rockefeller Group now is because Renna went to Kelly to ask who the Rockefeller Group was. Renna recalled Kelly said that Lori Grifa represented the Rockefeller Group. Renna cannot recall if Kelly said whether it was or was not a problem for the Rockefeller Group to attend the meeting, but Renna said that she would not have made the decision for the Rockefeller Group to participate in the March 5, 2013 meeting without clearing it through Kelly. Renna’s understanding was that the Rockefeller Group’s participation had to do with the flood mitigation project and was therefore appropriate.
IV. Renna’s Final IGA Observations

Renna described IGA as “amazingly non-partisan,” in that party affiliation was not a consideration within the Governor’s Office. Renna said that the IGA operation “needs to go back to its purest form” – focusing on building relationships and good government – and that, in her opinion, despite what may have happened during the reelection period in 2013, IGA is still 99% pure good government.

Renna characterized IGA as a department within a Governor’s Office that accomplished “truly amazing things” that the Governor could be proud of, and that the level of IGA’s communication to both Democrats and Republicans alike was unprecedented, and Renna heard this over and over from municipal governments across the state. Renna described the IGA operation as Bill Stepien’s brilliant brainchild that represented “fantastic government 99% of the time.” Renna added that the Sandy team in particular highlights IGA’s strengths as a completely non-partisan operation coordinating a broad outreach to elected officials across party lines, day in and day out.

V. Document Retention Notices

Renna received the document retention notices and is in compliance with them.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To:  File  
From:  Gibson, Dunn & Crutcher LLP
Re: Ridley Interview Memorandum

On January 23, 2014, March 11, 2014, and March 21, 2014, Evan Ridley was interviewed by Randy M. Mastro, Reed Brodsky, Avi Weitzman, Matthew Benjamin, Rachel Brook, and/or Alyssa Kuhn of Gibson Dunn. On January 23, 2014, Ridley was not represented by counsel. On March 11, 2014 and March 21, 2014, Ridley was represented by Samuel Moulthrop and Zahid Quraishi of Riker Danzig. All information contained herein was provided by Ridley or as indicated. Ridley has not read or reviewed the memorandum and has not adopted or approved its contents. Mastro began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Ridley refrain from discussing the investigation and interview with others. Ridley stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion which reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Ridley graduated from the University of Wyoming in 2007. After he graduated, Ridley started working at the Wyoming Republican Party. Ridley worked his way up to Executive Director of the Wyoming Republican Party. Ridley then moved to Washington, D.C. and served as Press Secretary for Wyoming Senator Mike Enzi. Thereafter, he moved to New Jersey to work for the Republican State Committee.
Ridley joined the New Jersey Republican State Committee as Regional Director for Bergen County. His responsibilities included helping elect mayors and councilmen. After the 2012 presidential election, Ridley started his current position at the Office of the Governor as Regional Director for the Office of Legislative and Intergovernmental Affairs (“IGA”).

Bridget Kelly, former Deputy Chief of Staff of IGA for Governor Christie, connected Ridley to his current position at IGA. Ridley met Kelly in his capacity as Regional Director at the Republican State Committee. Ridley got to know Kelly because she was from Bergen County, the region he was responsible for at the State Committee. Ridley also spoke with Bill Stepien when Stepien was Deputy Chief of Staff at the Office of the Governor and also when he was Campaign Manager for Governor Christie’s reelection campaign. Ridley does not know Kelly and Stepien well, and his conversations with them were professional.

Towards the end of the 2012 presidential election, Kelly visited Ridley’s office in Bergen County a few times. Kelly spoke with Ridley about municipal chairs and county chairmen. During evenings and on weekends, Kelly spoke with Ridley about campaign duties. Ridley also spoke with Stepien regarding what Ridley thought worked and didn’t work during the previous election cycle and his ideas moving forward.

A. Role and Responsibilities

Kelly offered Ridley his current position at the Office of the Governor the week after the 2012 presidential election. When he first started at IGA, Ridley reported to Pete Sheridan, who was the Director of Regional and Intergovernmental Affairs. Other Regional Directors included Matt Mowers, Richard Rebisz, John Case, and Chris Stark. Ridley was initially responsible for Sussex, Warren, Hunterdon, and Morris Counties. When Mowers left to join Governor Christie’s reelection campaign, Ridley took over Mowers’s region, which included, among others, Bergen and Essex Counties. Ridley said that Sheridan left to work on the reelection campaign in May or June of 2013 and Christina Renna took over as Director of Departmental Relations.

As Regional Director, Ridley is a conduit between municipalities and the state government. When a mayor within his region has a concern, they contact Ridley, and Ridley often reaches out to mayors in his region as well. Ridley’s principal responsibility is fostering constructive links between municipalities and the Office of the Governor.

B. Interactions with the Governor’s Reelection Campaign

Ridley said that IGA staff volunteered on Governor Christie’s reelection campaign. IGA staff made phone calls on some Wednesday nights at campaign headquarters in Bridgewater, New Jersey. Ridley stated that Kelly made clear to all that working on the
campaign was purely voluntary. In addition, Ridley stated that IGA staff was given clear instructions that they could only volunteer on the campaign at night and on weekends. Ridley said that on occasion, he communicated with his counterpart at the campaign via phone or text message during business hours, but otherwise volunteered on the campaign at night and on weekends. When asked whether Ridley thought that volunteering on the campaign was a condition of his employment, Ridley responded no. Ridley said that he thought that volunteering on the campaign made him look like a team player and would look favorable when it came time to move on to a new position.

IGA staff also volunteered, in their free time, to help secure endorsements for Governor Christie’s reelection campaign. IGA staff and Governor Christie’s reelection campaign staff kept a list of mayors that they thought would potentially endorse Governor Christie or they thought could be persuaded to endorse Governor Christie. IGA sent Target Outreach emails to IGA staff’s personal email accounts. Nothing negative happened to mayors that were removed from the list of mayors who might endorse Governor Christie. Ridley sought endorsements typically at night or on weekends, on a voluntary basis. IGA staff asked Republican Mayors to sign a form indicating they would endorse the Governor.

Mayor Sokolich was viewed as someone who might endorse Governor Christie and was on the IGA target list. Ridley said that Mayor Sokolich was supportive of the Governor in every one of Ridley’s conversations with the mayor, but Ridley never thought Mayor Sokolich would publicly endorse the Governor, so he never asked him for an endorsement. Ridley did not recall hearing anyone in the Office of the Governor discuss Mayor Sokolich’s endorsement status, and was unaware if anyone else had ever discussed endorsing Governor Christie with Mayor Sokolich. Ridley further noted that had Mayor Sokolich communicated to IGA that he was not going to endorse Governor Christie, Ridley would not have necessarily been made aware of this conversation; this information was generally reported to his superiors, but was not communicated to lower-level members of IGA in the normal course.

Ridley recalled that Mayor Zimmer was on the list of mayors who might endorse Governor Christie, but did not recall at what point. Although Mayor Zimmer was in his region, Richard Rebisz, Sandy Regional Director at IGA, generally communicated with Mayor Zimmer because Rebisz’s role was to communicate with mayors regarding Sandy-related matters. Mayor Zimmer was on an IGA “Appointments List,” which was a list of mayors that IGA recommended to the Appointments Office for potential honorary appointments. Ridley explained that IGA recommended mayors that they had a good relationship with and who IGA believed were responsive and qualified to take on an appointment.

Ridley understood that Kelly attended Mayor Fulop’s inauguration and spoke with Mayor Fulop about endorsing Governor Christie. Ridley was never given permission to ask
Mayor Fulop for his endorsement, and only met Mayor Fulop once, at his inauguration, because he got the impression that more senior people in the office wanted to introduce Mayor Fulop to the Administration. At some point, Ridley learned from press reports that Governor Christie and Stepien had reached out to Mayor Fulop, but Ridley did not have personal or independent knowledge of that. Ridley did not recall learning about Mayor Fulop’s endorsement status outside of news reports.

II. Chronology of the George Washington Bridge Events

A. August 16, 2013

On or about August 16, 2013, Ridley called Mayor Sokolich in the ordinary course of his position at IGA to check in with the mayor. Ridley spoke with Mayor Sokolich whom Ridley believed was out of town in the Hamptons at the time. Ridley asked how Mayor Sokolich was doing, and if he had time to sit down for a quick conversation. Ridley stated that Mayor Sokolich was still supportive of the Governor, but did not give any signs that he would endorse. Ridley explained that he tries to call the mayors in his region once a month. Ridley stated that in mid-August 2013, he still thought Mayor Sokolich might endorse the Governor. Ridley stated that he never spoke with Kelly regarding Mayor Sokolich’s endorsement status.

B. August 18, 2013

One of Ridley’s responsibilities as Regional Director is to draft Daily Report Recaps of his briefings with mayors and email these reports to Renna. Renna and a few other senior staff members compiled the Daily Report Recaps in a memo for Kelly. On August 18, 2013, Ridley sent Renna his Daily Report Recaps from the prior week, which included a summary of his phone conversation with Mayor Sokolich. Ridley sent his Daily Report Recaps from his Gmail account to Renna’s Gmail account. The Recap discussed Mayor Sokolich’s recent initiatives in Fort Lee. Ridley ended the Recap writing that Mayor Sokolich was still supportive of the Administration, but there were no signs of an endorsement.

C. August 21, 2013

On or about August 21, 2013, Kelly came to Ridley’s desk unprompted and angry, said that they needed to have a conversation that day, and then walked away. Ridley explained that he knew Kelly was angry because of her facial expression, the tone of her voice, and the fact that she wanted to have a private conversation, which was not the normal course. Ridley did not recall anyone else being present for this conversation. Ridley stated that he did not know why Kelly was angry. Ridley sent Kelly an email at 1:26 p.m. on August 21, asking if she was available to meet that afternoon because he felt it was his responsibility to reach out to her. Kelly did not respond until after business that night and
said they should meet the next day. Kelly never followed up with Ridley; Ridley and Kelly never met about whatever Kelly wanted to discuss with him on or about August 21, 2013.

D. September 9, 2013

On or about September 9, 2013, Kelly emailed Ridley to ask if he had spoken to the Fort Lee Mayor. Ridley responded “No, not in a while.” That email chain was the beginning and end of their conversation. Kelly didn’t communicate with Ridley further about the email, and Ridley never mentioned Kelly’s email to Mayor Sokolich. Ridley explained that sometimes Kelly would email Ridley asking Ridley if he had spoken to particular mayors recently. Ridley would respond, and Kelly would either say thank you or not respond.

Ridley had no knowledge of the George Washington Bridge (GWB) lane realignment on September 9, 2013. As Regional Director, he is out of the office and traveling whenever the Governor or the Lieutenant Governor attend events in his region. During the week of September 9–13, 2013, Ridley recalled that he was traveling, and he did not recall reading or hearing news regarding the GWB lane realignment.

E. September 12, 2013

On or about September 12, 2013, Ridley received a phone call from Mayor Sokolich. Ridley was in North Arlington, New Jersey at the time meeting with Mayor Peter Massa. Ridley recalled that Mayor Sokolich’s secretary left him a voicemail, so Ridley returned Mayor Sokolich’s call after his meeting with Mayor Massa. When Ridley returned Mayor Sokolich’s call, Ridley did not know about the GWB lane realignment. Ridley never heard Kelly discuss the GWB lane realignment.

On the call, Mayor Sokolich said that he had a good working relationship with the Christie administration and Baroni, that he did not understand the reasons for the lane realignment, and that he wanted to know why the lanes were closed. Mayor Sokolich further said that his council was upset about the lane realignment and that his council suggested there were retributive overtones. During the call, Mayor Sokolich was angry and used profanity. Ridley told Mayor Sokolich that he did not know anything about the lane realignment, but would see if he could get to the bottom of it.

After Ridley spoke to Mayor Sokolich, he returned to Trenton and reported his conversation to Renna. Renna told Ridley she would let Kelly know about his conversation with Mayor Sokolich. Ridley recalled that because Mayor Sokolich mentioned that his council suggested there were retributive overtones, he asked Renna, in sum or substance, do you know if we did this, to which Renna replied, in sum or substance, I don’t know. Ridley told Renna about his conversation with Mayor Sokolich in person because this call had a greater sense of urgency than others due to Mayor Sokolich’s angry tone. It could not wait
until the end of the day. In addition, it was easier for Ridley to tell Renna in person than to write it up in an email.

Ridley did not recall talking with Renna any further about his conversation with Mayor Sokolich. Ridley did not recall talking with Kelly or anyone else about his conversation with Mayor Sokolich.

F. September 17, 2013 Wall Street Journal Article

On or about September 17, 2013, Ridley recalled reading the Wall Street Journal’s story speculating that the GWB lane realignment was motivated by Mayor Sokolich’s decision not to endorse Governor Christie. Ridley did not recall reading any articles, including the Bergen Record’s “Road Warrior” story, before the September 17, 2013 Wall Street Journal article. Ridley did not recall discussions with Kelly regarding any related articles, Mayor Sokolich, or the GWB generally.

Ridley has not communicated with Mayor Sokolich since their conversation on September 12, 2013. No one told him to stop checking in with Mayor Sokolich, but Ridley did not contact Mayor Sokolich because he did not have an answer regarding the GWB lane realignment. Ridley did not recall discussing Mayor Sokolich with Mowers.

Ridley did not recall conversations with Kelly or Renna regarding the Port Authority testimony in November 2013. Ridley said that, in general, Kelly promoted a culture in IGA of not asking questions, not speaking unless spoken to, and not thinking outside the box.

III. Relationship between Bill Baroni and Mayor Sokolich

Ridley recalled that at his meeting with Mayor Sokolich on June 5, 2013, Mayor Sokolich told Ridley that Bill Baroni, Deputy Executive Director at the Port Authority, helped secure hand crank radios for an emergency radio broadcast system in Fort Lee in exchange for Mayor Sokolich’s assurance that Fort Lee would not protest the GWB toll increase. Ridley did not have any knowledge regarding when Mayor Sokolich and Baroni entered into this agreement. Ridley said that he got the impression that Mayor Sokolich was trying to show off his connections with the Port Authority when Mayor Sokolich told him this.

IV. IGA Culture

Ridley described the Office of the Governor as largely bipartisan. Ridley stated that IGA has relationships with mayors who are both Republicans and Democrats.
When asked whether Ridley was ever directed to punish or retaliate against mayors, Ridley responded no. Ridley said that, on a few occasions, he was either told in passing or understood that he should be “hands off” with certain mayors. Ridley explained that “hands off” meant that IGA would still respond to the mayor’s inquiry and provide good service to the mayor in the normal course, but IGA would not be proactive in reaching out to the “hands off” mayor in the first instance. For example, Ridley explained that IGA wouldn’t make an announcement or host a town hall in that mayor’s municipality.

Ridley heard rumors that Kelly and Stepien had a romantic relationship, but Ridley has no personal knowledge of that.

V. Superstorm Sandy Aid Allegations

Ridley attended the Hoboken ShopRite event on May 13, 2013, with the Lieutenant Governor and Mayor Zimmer. Ridley invited Mayor Zimmer to the ShopRite event with the Lieutenant Governor as part of the normal course at IGA; Ridley invites elected officials to every event in his region. Ridley stated that his point of contact in Mayor Zimmer’s office is Dan Bryan, Mayor Zimmer’s Chief of Staff, and that he communicates exclusively with Bryan.

Ridley recalled that before the event, Mayor Zimmer asked to meet with the Lieutenant Governor at ShopRite. Bryan asked Ridley—Ridley could not recall whether he asked via text, phone call, or email—if Mayor Zimmer could speak with the Lieutenant Governor for a few minutes. Ridley asked Luciana DiMaggio, the Lieutenant Governor’s aide, and DiMaggio at some point reported back that the Lieutenant Governor would meet with Mayor Zimmer at Mayor Zimmer’s request.

When the event ended, Ridley stated he was standing with the ShopRite owners, approximately 15–20 feet away, when the Lieutenant Governor and Mayor Zimmer met. The Lieutenant Governor and Mayor Zimmer were outside of the ShopRite, in front of the Lieutenant Governor’s SUV. Ridley did not hear the Lieutenant Governor and Mayor Zimmer’s conversation, but said they looked professional. Ridley did not recall how they parted, but speculated that it was amicable, because both Mayor Zimmer and the Lieutenant Governor did not look upset and were not frowning when they left.

Ridley did not speak with the Lieutenant Governor or Bryan after the event. Ridley stated that he had a nice relationship with Mayor Zimmer and that she was publicly supportive of the Governor. Ridley recalled that Mayor Zimmer was on the list of mayors who might endorse Governor Christie at some point. Ridley did not know if Mayor Zimmer was ever removed from this list.

The Office of the Governor had several events in Hoboken with Mayor Zimmer. Ridley recalled that the Office of the Governor had approximately 4–5 events in Hoboken
after the May 13, 2013 ShopRite event. Ridley recalled one Business Action Center event hosted in Hoboken which was attended by several mayors; Ridley did not recall if this event was before or after the ShopRite event. Ridley recalled that Mayor Zimmer also attended a “Small Business Endorsement” event after the ShopRite event. Ridley stated that Mayor Zimmer and Bryan never stated or suggested that Hoboken’s Sandy aid was being withheld as a result of Hoboken’s North End development project, or that they were being threatened by the Christie Administration. Ridley stated that he thought the Office of the Governor had a good working relationship with Mayor Zimmer, including after the May 13, 2013 ShopRite event.

Ridley has not spoken to anyone about the ShopRite event on May 13, 2013, since Mayor Zimmer went public with her allegations. Ridley has not spoken to DiMaggio, Melissa Orsen, the Lieutenant Governor’s Chief of Staff, or the Lieutenant Governor. Ridley never heard anyone discuss the Rockefeller Group’s project in any capacity.
On January 31, 2014, David Rosenblatt was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Rosenblatt was not represented by counsel during the interview. All information contained herein was provided by Rosenblatt or as indicated. Rosenblatt has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Rosenblatt refrain from discussing the investigation and interview with others. Rosenblatt stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Rosenblatt is from Atlantic City, New Jersey. In 1976, he graduated from Rutgers College of Agriculture and Environmental Science. Rosenblatt also attended graduate school for a year and a half, but he did not ultimately obtain a masters.

Rosenblatt worked for the Environmental Protection Agency (“EPA”) for a summer, and then he began working for the EPA fulltime in 1978 (at that time, the EPA was called the Department of Environmental Protection). His first position at the EPA was as an environmental specialist, and he conducted water quality studies and took samples.

Rosenblatt is currently the Administrator of the Office of Engineering and Construction and, in October 2013, he was made the Director of the Office of Flood Hazard Risk Reduction Measures by executive order. He holds both titles today.
Rosenblatt has been in his position and others with the EPA through both Democratic and Republican administrations over approximately 35 years, and politics has not affected his work.

II. Superstorm Sandy Aid

A. Effects of Sandy on the Engineering and Construction Office

Rosenblatt explained that the Office of Engineering and Construction has two Bureaus: (1) coastal engineering; and (2) dam safety and flood control (which builds levies, flood walls, flood gates, etc.). These bureaus handle construction needs on a regular basis, even without the Sandy destruction. When Sandy hit, Hoboken and other cities that do not usually have extensive damage in line with coastal locations flooded severely. Hoboken is now on the radar of the Office of Engineering and Construction, along with other similarly situated municipalities, and the office’s work has increased substantially.

B. Pre-Sandy Interactions with Mayor Zimmer

Prior to Hurricane Sandy, Mayor Zimmer had been asking for Access Control Protection funds, which was money that the Office of Engineering and Construction was able to distribute to municipalities for various projects. Many municipalities asked for these funds.

C. Post-Sandy Interactions with Mayor Zimmer

1. May 9, 2013 Meeting with Mayor Zimmer and the Rockefeller Group

In April 2013, the office of Commissioner Bob Martin of the Department of Environmental Protection (“DEP”) asked Rosenblatt’s office to review flood prevention plans created by the Rockefeller Group. Rosenblatt said the Rockefeller Group had presented the plans to the Commissioner, and it was ordinary course for the Commissioner to have Rosenblatt’s office review such proposals.

Rosenblatt then organized a meeting with the Rockefeller Group to discuss the flood prevention plans presented to the Commissioner. Commissioner Martin emphasized that people from Hoboken should be present at this meeting as Mayor Zimmer was interested in flood control. Ultimately, the meeting occurred on May 9, 2013, and Rosenblatt recalled the following people being present in addition to himself: John Moyle from Rosenblatt’s team (and the Bureau Chief of Dam Safety and Flood Control), Mayor Zimmer, the Rockefeller Group’s engineer Dresdner Robin, Lori Grifa, and others. Rosenblatt had never heard of the Rockefeller Group prior to this meeting. In fact, he asked several times at the meeting which
individuals were affiliated with the groups and did not fully understand the relationships among the parties in the room. The parties appeared to get along and it did not seem like anything untoward happened.

The plan for the May 9 meeting included a presentation by the Rockefeller Group of its flood control plan. The Dresdner Robin engineers explained maps and charts of their plan, and Rosenblatt said he better understood the flooding situation in Hoboken after their presentation, including where flood waters enter the city and where the flood walls would be constructed. Rosenblatt said that nothing stood out as unusual about the Rockefeller Group’s plan.

Throughout the meeting, Mayor Zimmer was very energetic. Rosenblatt said she was assertive, and continued to focus on Hoboken’s need for water pumps, making it clear that this was her primary concern. Specifically, Mayor Zimmer emphasized the need for pumps to Michele Siekerka of the DEP. Rosenblatt said there was another flood in Hoboken on May 8, the day before this meeting, but the meeting was not called in response to the flood. He had been struggling to get everyone together over the previous weeks.

Rosenblatt did not remember if the Rockefeller Group discussed specifics of their development in the North End of Hoboken, but he recalled the Rockefeller Group people saying that they wanted to have a dry city for development, and so they were pursuing flood control measures.

Rosenblatt left the meeting thinking nothing out of the ordinary occurred. He did not have any follow-up tasks coming out of the meeting, but he thought he should keep the Rockefeller Group plan in mind as the Stevens University study progressed. Coming out of this meeting, Siekerka was tasked with looking for funding for the projects discussed, but Rosenblatt was not involved in this process.

Rosenblatt did not take notes during the meeting. He does not believe he had a written agenda for the meeting.

Rosenblatt said that he has not witnessed anyone connect Sandy aid with development, and he specifically did not see any person connect Sandy aid to the Rockefeller Group’s development project in Hoboken. To the contrary, everyone involved with Sandy aid is aiming to assist all of the cities. He has not witnessed favoritism with the relief distributed—everyone is running around everywhere to assist.
2. State-Funded University Studies

Rosenblatt explained that post-Sandy, the Governor’s Office of Rebuilding and Recovery (“GORR”) reached out to six universities and asked that they conduct studies about flooding prevention in different New Jersey municipalities. Hoboken was chosen as the municipality to be studied by Stevens Institute of Technology, and Rosenblatt expects the reports, including the Stevens report regarding Hoboken, to be ready for his review shortly. The goal behind these studies is to have the results incorporated into the U.S. Army Corps’ Comprehensive Study to lead to the initiation of construction projects more quickly.

In connection with the Stevens study, Rosenblatt met with people at New Jersey Transit to discuss the canal slip. Mayor Zimmer wants to use the canal as a retention basin, and so he met with New Jersey Transit so that he could get an understanding of the possibilities for the canal slip. Eric Daleo from GORR was present at the meeting, but no one from Mayor Zimmer’s office attended.

Rosenblatt’s next involvement with Hoboken will be his review of the Stevens report. He will likely then have a meeting with Hoboken to discuss the results of the study and incorporation of the findings into the U.S. Army Corps’ plan.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Ruggles Interview Memorandum

On February 7, 2014, Meredith Ruggles was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Ruggles was not represented by counsel during the interview. All information contained herein was provided by Ruggles or as indicated. Ruggles has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per the Gibson Dunn protocol, and requesting that Ruggles refrain from discussing the investigation and interview with others per Gibson Dunn protocol. Ruggles stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 2007, Ruggles graduated from Georgetown University. After graduating, she worked at Sidley Austin LLP as a paralegal and then at Clifford Chance with the White Collar Group. Ruggles worked at Clifford Chance for two years, working on Congressional investigations. Ruggles then attended the University of Pennsylvania Law School, obtaining her juris doctor degree in 2012. In October 2012, Ruggles moved to Washington, D.C. and began working at Venable LLP. After three months at Venable, Ruggles received a call from her former law school professor, Kimberly Ferzan (Marc Ferzan’s wife), who asked if Ruggles wanted to work on Sandy storm relief with Marc. Ruggles took the job and moved to New Jersey to work in the Governor’s Office of Rebuilding and Recovery (“GORR”). Ruggles began working at GORR on April 29, 2013 as a Special Advisor.
A. Role and Responsibilities

When Ruggles arrived at GORR, she was the last of the Special Advisors to join the team, and much of the Sandy relief planning had begun. It was Ruggles’ job to look at the plans with fresh eyes and to identify gaps. Ruggles, as more of a generalist, attended group meetings across all portfolios at GORR, with a focus on linking with philanthropic organizations to fill these gaps.

1. The RREM Gap Funding Initiative (“GFI”)

For Ruggles’ first four to six months at GORR, she worked on a project relating to the Reconstruction, Rebuilding, Elevation, and Mitigation (“RREM”) program. The RREM program provides grants of up to $150,000 for repairing homes damaged by Sandy, but often the cost of repairing or rebuilding a home is higher. The Department of Housing and Urban Development (“HUD”) will not provide an RREM grant at all in the event that a homeowner cannot cover the additional cost, and this has caused issues.

The GFI is a program supported by $15 million in philanthropic funds, $10 million from the American Red Cross and $5 million from the Hurricane Sandy New Jersey Relief Fund (a fund established and run by Mary Pat Christie), that provides additional funds to RREM-eligible people that cannot cover the additional cost of fixing their homes.

GORR has also been talking with the Community Development Financial Institutions Funds (“CDFI”) of the United States Department of the Treasury for additional funds for RREM applicants needing more funds.

II. Superstorm Sandy Aid

A. Interactions with Hoboken Mayor Dawn Zimmer

Ruggles has not had any contact with Mayor Zimmer.

B. Weekly Sandy Working Group Meetings with Governor Christie

Ruggles attends the weekly Sandy meetings with the Governor upon occasion. She has never seen or heard the Governor or anyone else suggest that Sandy aid is tied to political party, endorsements, or private development. Ruggles said that GORR made sure that allocations were determined using objective criteria, separated from politics.
C. Public-Private Partnerships

Limited Sandy relief funds have led to the exploration of public/private partnerships as a way to reach long-term recovery goals. Ruggles said that due to some hurdles to public/private partnerships, GORR is no longer pushing for them as much, so public/private partnerships are not a large part of her job.

Ruggles said that HUD has encouraged public/private partnerships as part of the rebuilding strategy. Specifically, there have been rumors that stage three of the Rebuild by Design (“RBD”) program might be funded by philanthropic dollars, but HUD has been vague about what money will be used for RBD ultimately.

D. September 13, 2013 – Email from David Morris

On September 13, 2013, David Morris sent Ruggles and Timothy Cunningham (also working in GORR) an email with a breakdown of Sandy relief for Hudson County. Ruggles explained that GORR was receiving correspondence from different areas of the state raising concerns about aid, and so GORR would respond to those letters in an expansive way. In response, GORR would provide an idea of where funds were going by describing the funding stream and the money that Hudson County and other locations received.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Ryan Interview Memorandum

On January 28, 2014 Lisa Ryan was interviewed by Reed Brodsky, Rachel Brook, and Christian Hudson of Gibson Dunn. Ryan was not represented by counsel during the interview. All information contained herein was provided by Ryan or as indicated. Ryan has not read or reviewed the memorandum and has not adopted or approved its contents. Reed began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Ryan refrain from discussing the investigation and interview with others. Ryan stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 2000, Ryan graduated from the University of Pittsburgh, with a degree in Journalism. She worked as a reporter until December 2008, primarily working for the Asbury Park Press, a Gannett paper. In 2008 the New Jersey Department of Community Affairs (“DCA”) hired Ryan as the DCA’s Director of Communications. She stayed on in this position after the transition to the Chris Christie Administration. After Sandy, the DCA determined that there was too much work for one position, and split the Director of Communications into two jobs; Ryan then became the Director of Communications for the Sandy Recovery Division. Ryan reports directly to Howard McCoach and Stacy Bonnafons.
II. Superstorm Sandy Aid Allegations

A. Interactions with Hoboken Mayor Dawn Zimmer

Lisa Ryan recalled two instances where she interacted with Mayor Dawn Zimmer. The first event was for a ceremony opening a housing recovery center in Jersey City in June 2013. Ryan recalled that nine housing recovery centers (one for each county most-affected by the county) had been opened in that month, and that she had done a press event at each center, in order to get the word out. For each event, DCA invited mayors within the counties to attend. Mayor Zimmer attended the Hudson County opening. Ryan recalled that the Mayor of Jersey City couldn’t attend.

According to Ryan, the Commissioner of the DCA, Richard Constable, gave remarks first. Then, Mayor Zimmer gave prepared remarks in which she stated that she was happy that the Christie Administration was opening up housing centers at the nine most-impacted counties, and encouraged her citizens to use the centers. Mayor Zimmer also urged her citizens to take advantage of grant opportunities. These remarks were made to members of the press corps; after the statements, the media was given a tour of the center.

The second instance Ryan recalled interacting with Mayor Zimmer was the November 25, 2013 meeting held at the State House with mayors from Sandy-affected townships. She attended the meeting and took notes in a journal about the meeting. Afterward, she typed those notes virtually word-for-word. She was not asked to take these notes, but did so anyway.

She attended all four meetings with mayors from different districts: two on November 25, 2013, and two on November 26, 2013. She said she attended them mainly just to hear what mayors had to say and to take notes. The event was designed to give the mayors a sense of what the second round of federal Sandy aid funding would consist of and to hear their thoughts on how to best utilize it. She believed the notes substantially accurately reflected what she recalled.

Ryan recalled that she had arrived at the 4 p.m. meeting (attended by Mayor Zimmer) a few minutes before it began. She sat next to Stacey Bonnaffons in the back row and conversed with her about issues unrelated to the meeting, during which Bonnaffons requested she do a couple assignments. Mayor Zimmer sat in the middle of the room, roughly four-to-five feet from Marc Ferzan, who brought the meeting to order. Marc made his presentation while standing and pacing in the front. Ryan estimated that there were 30 to 35 attendees, and said she would be able to get the actual number of mayors who attended.

While reviewing her notes, she remembered Mayor Zimmer’s comments about FEMA and elevating utilities, and whether help could be given to the city by federal officials. Ferzan replied that the State had asked FEMA about raising utilities and that FEMA said no. Ferzan also said that Rebuild by Design might be an avenue Hoboken could
consider. She said she had a sense that Ferzan thought that Rebuild by Design had value and that the administration would look into Rebuild by Design for other urban areas in the state in addition to Hoboken.

Mayor Zimmer asked one other question at the meeting, stating that properties in the city could not be elevated but were still beholden to the National Flood Insurance Program, pricing people out of the city. According to Ryan’s notes, Ferzan responded that the State was approaching this issue by looking into community fixes for urban communities such as Hoboken and Jersey City. Ryan said that her notes reflected what Ferzan said, and that it was a short response.

Ryan did not recall ever seeing Mayor Zimmer speaking with Ferzan before or after the meeting. After the meeting ended, Ryan had to immediately return to the DCA’s offices. Ryan said she did observe that Zimmer did not leave the meeting immediately, but had queued with other mayors in order to speak with either Ferzan or Constable. She never heard Ferzan say, as the mayor alleged on CNN, “you need to let me know how much development you’re willing to do.” She had also never heard Ferzan say, as the mayor alleged, that Sandy funding was tied to development.

Ryan did not remember any other statements by Mayor Zimmer or any other interactions with her.

B. MSNBC Statement

Ryan interacted with Constable in her role as communications director. In this role, she received a call on January 17, 2014, from Jack Bohrer, a segment producer for “Up with Steve Kornacki,” on MSNBC. She was the first person to field a call on the Mayor Zimmer issue from MSNBC. Ryan recalls that Bohrer said he wanted to get a comment in reply to a comment that the mayor is prepared to make against Commissioner Constable. Bohrer noted that Mayor Zimmer was prepared to come on the program and say that the commissioner was at a May 16, 2013 event with the mayor and that Constable had told her that aid would be tied to development in Hoboken. Bohrer then noted that they were going to interview Mayor Zimmer at 8 a.m. the next day.

Ryan emailed Constable and then went down to his office to ensure that he saw the message. She said that Constable quickly put together a statement to MSNBC that he doubted Mayor Zimmer would say anything that is categorically false (as in the statements Bohrer said she was prepared to make). Ryan then made the Governor’s Office aware of the call from MSNBC. At Constable’s request, Ryan then got in touch with Bohrer to make sure he received Constable’s statement, and to tell him that Mayor Zimmer’s statement was false, MSNBC should not run the story, and that if they don’t pull the story he’ll seriously contemplate making a defamation claim against MSNBC. Ryan then asked Bohrer if
Zimmer would be making any other claims; Bohrer refused to elaborate. He also did not share any information about the diary.

In the course of her role as Director of Communications, Ryan stated that no one else suggested or told her directly or indirectly that Sandy aid was tied to politics, party affiliation of local officials, or endorsements of the Governor. Ryan stated no one ever suggested tying aid to development initiatives.
Memorandum

On February 7, 2014, Scangarella was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Scangarella was not represented by counsel during the interview. All information contained herein was provided by Scangarella or as indicated. Scangarella has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Scangarella refrain from discussing the investigation and interview with others. Scangarella stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Scangarella attended Ramapo College in New Jersey and graduated in or about 1985 with a degree in business administration and a concentration in marketing. After graduating, Scangarella worked for a golf digest and travel magazine. She then moved to Vermont with her husband. Scangarella worked at a Killington ski and golf resort doing marketing and sales. Scangarella took five years off from work to raise her children. Next, Scangarella began working at Gallop & Robinson, a marketing and research firm. In 1998, she began working as a research manager for the New Jersey Lottery and eventually began doing marketing work there under Virginia Bauer (Director of Marketing).

In 2004, Bauer was appointed Secretary of the Commerce Commission of New Jersey and asked Scangarella to be the Vice President of Marketing for Travel and Tourism and Economic Development. The Commerce Commission was then merged into the Economic Development Authority (“EDA”) under Governor Jon Corzine, and Scangarella
became the Director of Business Outreach for the EDA. The EDA managed business retention, business attraction, and business expansion. Governor Corzine was focused on bringing business into New Jersey through one authority, the EDA.

Today, the purpose of the EDA is simply financing as a “bank for business.” The EDA handles financing, loans, incentive programs, and other similar functions. In 2007, Governor Christie, via an executive order, moved the EDA to the Department of State, placing business development under the purview of the Lieutenant Governor. The Christie Administration has made changes to the business climate and regulations to make New Jersey a better business environment. At the EDA, Scangarella said that her role was business outreach and not marketing.

Under the Christie Administration, the Business Action Center (“BAC”) was created, and in August 2010, Scangarella became the Director of State Marketing in the BAC, which is essentially economic development marketing. In August 2010, Scangarella reported to Lauren Moore, the Deputy Executive Director of the BAC, and Carol McPhillips, the Chief of Staff. In May 2013, the month during which the ShopRite Hoboken event occurred, Scangarella reported to Michael Van Wagner, the Executive Director of the BAC, and McPhillips (but McPhillips was on maternity leave around that time).

II. Interactions with Mayors

Scangarella said that she does not often work with mayors directly as part of the BAC. She works mostly with people in Intergovernmental Affairs (“IGA”), and the IGA employees communicate directly with mayors.

III. Public Business Tours of the BAC

A. Generally

Scangarella said that she has participated in over 200 open press meetings, which the BAC calls “tours.” Scangarella participates in two to four press meetings each week, and these meetings occur all across the state.

Each public meeting occurs at the site of the business, and consists of a thirty-minute private meeting with the business owners and the Lieutenant Governor, during which the business can relay any issues they have and assistance they need, as well as a thirty-minute open press tour.
B. Invitations to Mayors

Usually, the mayor of the municipality where the business is located is invited to these tour events, but sometimes the companies do not want the mayor to be present. Other times, mayors are not available or do not want to work with the other parties involved in a given event. Even if a mayor turns down an event, the BAC continues to invite the mayor to all events in his or her municipality, as long as the businesses involved do not object.

Generally, if a business is open to the mayor being present at the event, Scangarella will ask the IGA staff to let her know if the mayor would like to attend the event. IGA always make the actual contact with the mayor to provide the invitation. The majority of the time (nine times out of ten), mayors will come to these events.

C. Open for Business Tour

In December 2013, the BAC began planning the “Open for Business Tour,” the purpose of which was to highlight post-Sandy businesses that were open, since people, especially tourists, had the misperception that many New Jersey businesses were closed. This program targeted cities and towns impacted by Sandy and was designed to help create awareness that businesses were open to increase business for local companies. Some towns were not yet ready for the Open for Business Tour, so the program targeted towns that had vibrancy back. The tours themselves began in January 2014.

Scangarella said that she was never told that an Open for Business Tour event could not occur at a location because the elected official of that area was of a different political party. She also was never told that event locations should be chosen based on endorsements of the Governor and his administration or actions taken by elected officials in line with administration policies. To the contrary, the Open for Business Tour events occurred in locations even where the elected officials were critical of the Governor’s administration goals, such as New Brunswick, or had declined invitations in the past.

Through May 2013, the Lieutenant Governor did not have any involvement in the selection of locations for events on the Open for Business Tour. She did not have any involvement in the selection of the Hoboken ShopRite. The Lieutenant Governor would make suggestions in a town she knew, but other than that, she was not involved in decisions for locations to host the tour.

Scangarella said that at this time in 2013, both the Lieutenant Governor and the Governor were doing these types of business tours in municipalities affected by the storm, such as Moonachie, Hoboken, Jersey City, and Little Ferry.
Prior to each event on the tour, a member of Scangarella’s team prepared a briefing, and the IGA would add sections if needed. These briefings were confidential since they contained labor information. Sometimes the Lieutenant Governor would learn about the events she would be attending the night before the event in such briefings, and other times she would be informed of events a day or two in advance.

1. **May 13, 2013 – ShopRite “Open for Business Tour” Event**

The May 13, 2013 ShopRite business tour was part of a program called the “Open for Business Tour.” Scangarella said that she first communicated with Christina Renna on or about April 23, 2013 relating to the addition of the Hoboken Shoprite to the tour. Scangarella and her former BAC staff member, Suzanne Robertson, were researching companies to find businesses that were open and in good standing (paid taxes, had a current liquor license, etc.). They had difficulty early on finding businesses for the tour, so Christina Renna began reaching out to the local governments asking for recommendations of where to go on the tour. Once a business was selected, it would then be vetted to assure good standing.

On or about April 25, 2013, Renna emailed a list of stops for the Lieutenant Governor to Bridget Kelly, and the list included the ShopRite in Hoboken. Scangarella recalled that the BAC was having trouble booking ShopRite for the event because the corporate parent was being non-responsive, so they tried to look at other locations that would fit in with the Lieutenant Governor’s schedule. The BAC wanted ShopRite on the tour though because the owners had invested a large amount of money in the grocery store, and it was a great store that the town needed. Scangarella asked Melissa Orsen, the Lieutenant Governor’s Chief of Staff, to call the ShopRite parent company since the company would more likely respond to the Lieutenant Governor’s Chief of Staff. Scangarella said she does not often ask Orsen to make these calls.

On May 9, 2013, Scangarella emailed Renna (from her Blackberry) and asked to talk on the phone about an issue because regular email was down. Scangarella recalled that she wanted to talk to Renna about a second business in Hoboken, Solid Threads, whose temporary facility was too small and cluttered for a site visit with the Lieutenant Governor. Scangarella said she called Renna to ask if the owner of Solid Threads could attend the ShopRite event and meet with the Lieutenant Governor there. Ultimately, the Solid Threads owner attended the ShopRite event.

Also on May 9, 2013, Scangarella received an email from Robertson telling her that ShopRite had confirmed it would participate in the business tour. The next day, on May 10,

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1 Scangarella said that she knew Bridget Kelly from meetings and telephone calls, but she did not know anything about the Fort Lee lane realignment.
2013, Robertson emailed Kelly and asked her if Mayor Zimmer would like to attend the event. Scangarella said that the timing of inviting Mayor Zimmer was normal because the BAC did not ask the IGA to invite mayors until the businesses confirmed they would participate in the event. The BAC did not want to waste the mayors’ time.

Scangarella did not attend the ShopRite event herself. But Anthony Szmelewicz from the BAC attended the event, and he did not report anything unusual happening during the event afterwards. Lauren Moore is Szmelewicz’s direct supervisor. A member of the EDA also attended the event to answer questions related to grants in the event such questions came up.

The ShopRite event was not the first Open for Business event in Hoboken. Scangarella said that there was an event for Zack’s Oak Bar and Restaurant that occurred in January 2013. Mayor Zimmer was invited to this event, but Scangarella did not recall if the Mayor ultimately attended. Scangarella said that Hoboken was included in the Open for Business Tour from the start because the BAC was trying to help non-shore communities too.

Given the amount of work that goes into the selection and vetting of businesses for events and tours, Scangarella said that it is not possible that the ShopRite event was created for purposes of speaking with Mayor Zimmer. Each event requires many email communications, time-intensive business vets, and communications with corporate parents, among other things. Moreover, Scangarella pointed out again that the BAC is planning for two to four of these events per week, and this is only a portion of her responsibilities within the BAC. There is a small BAC staff (Scangarella, one briefing specialist, and Robertson’s position), and they do not have time to orchestrate events spontaneously.

D. August 2013 – Agri-Business Tour

In August 2013, the BAC organized a business tour that highlighted businesses that support agriculture. The Lieutenant Governor went to a buffalo farm, a spinach farm, a blueberry farm, and a farmer’s market as part of this tour. Secretary of Agriculture Douglas Fisher was also invited to these events. And mayors of the businesses’ cities were invited to attend these events.

The farmer’s market event was held at a market in Hoboken, and the IGA invited Mayor Zimmer to the event within an hour after the farmer’s market confirmed that it would participate. Mayor Zimmer confirmed that she would attend. As with the Open for Business Tour, businesses would confirm their participation and mayors would be invited to attend these events.

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2 Scangarella rarely attended BAC events, since she had to be back at the office planning the upcoming engagements for the Lieutenant Governor.
confirmed events in advance. It was common for a mayor to receive an invitation for a Tuesday event on the Friday beforehand. In fact, on the day of her interview, which was a Friday, Scangarella said that she was planning to confirm a business event for the upcoming Tuesday. This was common practice.

IV. The Rockefeller Group

After May 2013, Scangarella said that she took on press work after the BAC’s press director switched departments. As part of this work, Scangarella handled event requests for the Governor and the Lieutenant Governor, including speaking engagements.

In August 2013, Moore forwarded a letter to Scangarella from Lori Grifa in which Grifa asked the Lieutenant Governor to appear in a video endorsing the Rockefeller Group’s development project in Hoboken. Scangarella said that she forwarded the letter to Sam Viavattine, the Lieutenant Governor’s scheduler. Scangarella said she knew the Lieutenant Governor was not going to participate in this type of support, and so she suggested to Sam that maybe Tracey McDaniel, from the marketing arm of the EDA, could do the video instead. Orsen was also on the email chain and said that Scangarella did not need to follow up with McDaniel, meaning the video was not a good idea.

Scangarella said she did not know about any contacts or interactions between the Lieutenant Governor and the Rockefeller Group. Scangarella did not know anyone from the Rockefeller Group, with the exception of Clark Machemer, who would bring her business contacts from his other clients. Scangarella did not believe she had even spoken to Machemer on the telephone. She knows Grifa by name from when she worked in the Department of Community Affairs, and she met Grifa at least once in the Lieutenant Governor’s office.

V. Document Retention Notices

Scangarella received the document retention notices and is in compliance with them.
On March 4, 2014, Rebecca Schwarz was interviewed by Avi Weitzman and Sarah Vacchiano of Gibson Dunn. Schwarz was not represented by counsel during the interview. All information contained herein was provided by Schwarz or as indicated. Schwarz has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Schwarz refrain from discussing the investigation and interview with others. Schwarz stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Schwarz attended Rutgers University–New Brunswick. During college, Schwarz interned for the Governor’s Office in the Office of Legislative and Intergovernmental Affairs (“IGA”). Schwarz accepted a job at Teach for America upon graduating from Rutgers, but decided to defer Teach for America to take a part-time, then ultimately a full-time, position in IGA.

Schwarz left the Governor’s Office in December 2013. She now works in the Office of Communications at the New Jersey Board of Public Utilities.

A. Role and Responsibilities

Schwarz began working part-time for IGA in the Governor’s Office in January 2012. Schwarz joined IGA full-time in June 2012 as an Aide to the Governor. In this role, Schwarz was responsible for the proactive letter program, which involved identifying reasons to send mail to constituents to thank them for various contributions to New Jersey.

B. Reporting Lines

When Schwarz joined IGA full-time in June 2012, Bridget Kelly oversaw Schwarz’s program and Schwarz reported directly to Kelly. Once Kelly became Deputy Chief of Staff,
someone else took over Kelly’s responsibilities, but Kelly remained aware of what was happening and occasionally emailed Schwarz for program updates.

Schwarz described Kelly as sometimes motherly and protective, but other times challenging to work for because Kelly did not clearly define expectations, and thus Schwarz felt it was easy to misinterpret Kelly’s directives. Schwarz did not have a social relationship with Kelly. Schwarz was aware of “salacious gossip” within IGA that Kelly and Stepien had a personal relationship, but she did not have personal knowledge of any romantic relationship between Kelly and Stepien.

C. Interactions with Mayors

During her tenure in IGA, Schwarz never interacted with Fort Lee Mayor Mark Sokolich. Schwarz interacted once with Hoboken Mayor Dawn Zimmer after Hurricane Sandy, when the Governor’s Office created the position of a volunteer coordinator for Hurricane Sandy-related efforts who Schwarz interacted with briefly. Schwarz did not recall the name of this volunteer.

D. Interactions with the Governor’s Campaign

Schwarz occasionally volunteered for the Governor’s re-election campaign on nights and weekends. Schwarz felt that her participation in the campaign was voluntary and not a condition of her employment with the Governor’s Office. Schwarz volunteered for the campaign by making voter ID calls and going door to door.

Schwarz said that she never heard of instances where mayors or towns were retaliated against as a result of a failure of local elected officials to endorse the Governor’s reelection bid. Schwarz was never involved in seeking endorsements from mayors as it was not part of her job in IGA.

II. Chronology of the George Washington Bridge Events

A. September 9-13, 2013 – George Washington Bridge Lane Realignment

Schwarz recalled becoming aware of the lane realignment a few days after the realignment concluded. Schwarz did not realize what had happened when the story was first reported in the Governor’s Office “Morning Clips” email; rather, someone told her about it after an article was published. Schwarz recalled saying to Evan Ridley, her IGA colleague, that she did not think it was believable that the Governor’s Office would have done what was being alleged—a lane realignment motivated by political retribution. Ridley agreed. Schwarz did not have any reason to believe that Kelly was behind the lane realignment and she never spoke to Kelly about the issue. Schwarz did not notice Kelly acting any differently during this time period. She recalled seeing Kelly in an emotional state once, but it was before the lane
realignment occurred and Schwarz believed Kelly was emotional because she was going through a divorce.

Schwarz characterized herself as a political junkie and said she was a big fan of Bill Baroni since his highly-publicized 2012 testimony before a Senate hearing regarding the Port Authority toll increases, in which Baroni sparred with Senator Frank Lautenberg.

B. October 2013

On October 8, 2013, Schwarz sent Ridley a text that said, “Eek. Blame baroni.” Schwarz did not recall the context of this particular text, but believed that she sent that particular text message during one of the Christie-Buono campaign debates in which Barbara Buono, Governor Christie’s opponent, mentioned the lane realignment. Schwarz recalled that, upon hearing accusations that the lane realignment was politically motivated, Schwarz speculated at the time that, given Baroni’s relationship with Fort Lee Mayor Sokolich and his ability to engage in “political theatre,” Baroni may have been involved in the lane realignment. Schwarz explained that Ridley previously informed her that Baroni had a close relationship with Mayor Sokolich, including for example, that Baroni provided emergency crank radios for Fort Lee residents in exchange for Mayor Sokolich’s agreement not to publicly oppose a Port Authority toll increase. But Schwartz clarified that she had no personal knowledge of any such involvement by Baroni in the lane realignment or whether the lane realignment was politically motivated.
Memorandum

On March 11, 2014, Peter Sheridan was interviewed by Alexander H. Southwell and Sarah Vacchiano of Gibson Dunn. During the interview, Sheridan was represented by Michael Sullivan of Coughlin Duffy. All information contained herein was provided by Sheridan or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Sheridan has not read or reviewed the memorandum and has not adopted or approved its contents. Southwell began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Sheridan refrain from discussing the investigation and interview with others. Sheridan stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Sheridan graduated from the Petty School in Heightstown, New Jersey in 1997, and thereafter attended American University from 1997 to 1999. Sheridan left American University in the summer of 1999 to start a career in political, public and government affairs.

From July to mid-November 2009, Sheridan worked for the Republican National Committee’s effort to elect Governor Chris Christie. Shortly before the Governor was inaugurated in January 2010, Sheridan was contacted by Bill Stepien and Amanda Gasparino, then both of the Office of Legislative and Intergovernmental Affairs (“IGA”), about a position in IGA starting the day the Governor took office in January 2010.
II. Roles and Responsibilities

A. Role in the Governor’s Office

Sheridan started working at IGA as a Regional Director, though he stayed in that role for only approximately three weeks, transitioning in February 2010 to being IGA’s liaison to the forty members of the New Jersey Senate. Sheridan remained in this position through May 2011, at which point Stepien asked Sheridan to become IGA’s liaison to departments, agencies and authorities within State government. In this role, Sheridan’s responsibilities included responding to requests from municipalities for state agency/department assistance for municipality projects; interacting with the legislative liaisons, cabinet members, and chiefs of staff; and coordinating a proactive outreach from the various state departments. In January 2012, Stepien and Kelly promoted Sheridan to Director of Regional Intergovernmental Affairs. In this role, Sheridan supervised IGA’s Regional Directors to ensure they were effectively scheduling meetings and conducting outreach with local elected officials.

B. Role in the Governor’s Re-Election Campaign

In early May 2013, Stepien, who had recently left IGA to be the campaign manager for Governor Christie’s re-election campaign, asked Sheridan to join the campaign as Coalitions Director. Sheridan left the Governor’s Office and joined the campaign on or about Memorial Day in May 2013.

C. Relationship with Bill Stepien

Sheridan did not know Stepien that well prior to joining the campaign in May 2013. When Sheridan worked in IGA, Stepien oversaw all of IGA and their relationship was therefore strictly professional. During Sheridan’s tenure in IGA, Stepien did not frequently interact directly with IGA staff, including Sheridan. Sheridan described Stepien as an intimidatingly hard worker. Sheridan remarked that certain people found Stepien difficult to work for, though Sheridan never personally found that to be the case. Sheridan added that he has always had respect for Stepien. Sheridan’s relationship with Stepien developed over time. Their working relationship shifted to a personal friendship when Sheridan joined the campaign in May 2013, at which time Sheridan worked closely with Stepien. Sheridan still maintains a close friendship with Stepien.

D. Relationship with Bridget Kelly

When Sheridan and Kelly were colleagues (before Kelly became Sheridan’s boss), he considered Kelly a friend. When Kelly became Sheridan’s boss the relationship transitioned to a more professional, and less social, relationship. Sheridan sensed that Kelly had enormous stresses balancing her work and personal life. He said that she was going through
a divorce and raising four children, in addition to managing a very demanding job. At that time, Kelly reported to Stepien, who was also very demanding and worked long hours. Sheridan was under the impression that Kelly was overwhelmed. He thought that, despite the fact that she worked hard and got the jobs she wanted in the Governor’s Office, when she was promoted as Stepien’s replacement, she was not qualified for Stepien’s role and was in over her head.

As a boss, Sheridan said that Kelly was frustrating to work for. She did not clearly communicate expectations. Sheridan felt that Kelly tried to keep staff at arm’s length from Stepien while Stepien was Deputy Chief of Staff.

In terms of knowing about a personal relationship between Kelly and Stepien, Sheridan had no personal knowledge of such a relationship and only learned of such rumors from press inquiries after January 8, 2014.

E. Relationship with David Wildstein

When Sheridan’s responsibilities in IGA transitioned to working with departments, agencies and authorities, Sheridan was asked to meet with David Wildstein at the Port Authority in late May or early June 2011. Ann Mary O’Rourke, who was then part of Governmental Affairs at the Port Authority, also attended the meeting with Wildstein. During the 2011 meeting, Sheridan and Wildstein discussed setting up tours of One World Trade Center with David Samson, Baroni and Wildstein once the 9/11 Memorial opened.

As Sheridan was leaving the meeting, Sheridan recalled that Wildstein and Sheridan engaged in a casual conversation about the Port Authority. Sheridan remembered Wildstein mentioning that politics at the Port Authority were not Republican versus Democrat, but more New York versus New Jersey. Wildstein then alluded to the fact that all sorts of political deals were cut at the Port Authority headquarters over the years. Sheridan then recalled that Wildstein added, as an example, Fort Lee’s deal for three dedicated access lanes that Wildstein opined Fort Lee did not need.

Prior to this meeting, Sheridan knew who Wildstein was by name only because Sheridan knew Mike DuHaime, who had a longstanding relationship with Wildstein. After Sheridan met Wildstein in 2011, their relationship developed over the course of time. Sheridan recalled communicating with Wildstein more frequently during the course of the campaign as it related to key Port Authority endorsements of the Governor. For example, Sheridan said that Wildstein was instrumental in securing endorsements from the Port Authority Police Benevolent Association and sergeants, captains and detectives contingencies of the Port Authority.
F. Relationship with Bill Baroni

Sheridan said that he has known Baroni for many years in a personal capacity, unrelated to Baroni’s position at the Port Authority. Baroni and Sheridan have mutual friends. Sheridan said he had limited, if any, communication with Baroni during Sheridan’s tenure in the Governor’s Office, with the exception of two disaster relief-related incidents involving scheduling conference calls with elected officials across the state.

G. IGA Operations

Sheridan said that IGA’s mission is to communicate effectively the Governor’s message to constituents and local elected officials, in addition to developing sustainable relationships between the Governor’s Office and local elected officials. Sheridan stated that IGA was designed to be the voice of local elected officials within State government. Sheridan said that IGA’s operations got off the ground by IGA staff calling town halls and introducing themselves, and asking if the local elected officials needed anything from State government. IGA staff reported back to Stepien whom they had spoken to and what their progress was.

Sheridan explained that organizing public events are a large component of the IGA operation. IGA organized town halls and other public events on a frequent basis, which took up a lot of time and effort.

1. Endorsements

a. January 24, 2013 Democratic Endorsements Email

[On January 24, 2013, Sheridan emailed the IGA Regional Directors that the team had a “green light to begin trying to secure D target endorsements for the campaign. Again, your participation is voluntary and should be done at appropriate times (morning, evening & weekends) . . .”]

Sheridan confirmed that the January 24, 2013, email signaled the beginning of IGA’s outreach efforts to obtain Democratic endorsements. As indicated earlier in the same email chain, Stepien had given Sheridan the go-ahead for IGA to begin seeking Democratic endorsements. Sheridan recalled that IGA staff was excited about starting that process, including Renna.

Sheridan said that an IGA staff member raised the question with Stepien of whether or not it was appropriate for IGA to be reaching out for endorsements even volunteering off-hours. Stepien then ran it by Paul Matey, Deputy Chief Counsel in the Governor’s Office, who authorized IGA staff to reach out for endorsements after hours.
b. Fort Lee Mayor Mark Sokolich

When asked about Fort Lee Mayor Sokolich, Sheridan said that he had no direct involvement with Mayor Sokolich and did not recall meeting Mayor Sokolich. Sheridan added that Democratic endorsements globally fell under Sheridan’s purview once he became Director of Regional Intergovernmental Affairs overseeing the Regional Directors, but Sheridan only recalled receiving updates from Regional Director Matt Mowers, who provided Sheridan with reports of Mowers’ outreach with local electeds, including Mayor Sokolich. Sheridan did not recall receiving any communications, either by email or by text, from Mowers about Mayor Sokolich’s decision not to endorse the Governor for re-election. From Sheridan’s perspective, Mayor Sokolich was no different than the many others who failed to endorse the Governor. Sheridan had no personal knowledge of efforts to retaliate against Mayor Sokolich for his failure to endorse or any other reason.

 Asked about an August 12, 2013 meeting in Jersey City, involving Mowers and Sheridan, Sheridan recalled going to Jersey City with Mowers to meet with newly-elected Councilwoman Candice Osborne about a potential endorsement. Sheridan remembered Kelly calling Mowers while Sheridan and Mowers were sitting at a coffee shop, but Sheridan did not remember if the call took place before or after the meeting with Councilwoman Osborne, nor could Sheridan recall the topic of Mowers’ conversation with Kelly.

c. Hoboken Mayor Dawn Zimmer

Sheridan did not interact with Mayor Zimmer frequently, but recalled casually meeting Mayor Zimmer at various Hanukkah events and other events at Drumthwacket. Sheridan also recalled sitting in on parts of a “Mayor’s Day” that IGA organized with Mayor Zimmer at one point, but did not recall when the event took place. Sheridan did not recall attending meetings with Mayor Zimmer, as the Regional Directors were the ones to meet with the mayors; therefore, any correspondence from Sheridan to IGA higher-ups would be reflective of Sheridan reporting the daily briefings he received from the Regional Directors’ meetings and outreach to local electeds, not Sheridan’s direct participation.

2. T-100 Towns List

Sheridan said that the list was widely distributed throughout IGA and used by Regional Directors for their outreach.

Sheridan did not have direct knowledge of how the T-100 Towns list was compiled, but speculated that it was either Stepien or Sheridan’s former boss in IGA, Amanda Gasparino, who drafted the list.

Sheridan said that from time to time, word would come down from higher-ups in IGA that a particular town or mayor had crossed IGA, but even for those towns, IGA staff would
have, at most, pulled back on its affirmative outreach initiatives. However, Sheridan said that IGA’s reactions were never punitive, and IGA staff was never told to punish or retaliate against a town that was unsupportive or unfriendly.

3. **IGA and the Campaign**

According to Sheridan’s recollection, “IGA Wednesdays”—the day of the week when IGA staff went to Bridgewater after work to volunteer for the campaign—started around middle to late summer 2013. Sheridan recalled that he was already working for the campaign at this time. He did not specifically know who thought of IGA Wednesdays, but speculated it was Stepien’s idea.

In August or September 2013, IGA staff also began participating in weekly Saturday morning calls with the campaign. Sheridan said that the weekly Saturday calls were organized by Stepien and Kelly and to ensure IGA and the campaign staff were up to speed about the campaign efforts on both sides. Stepien and Kelly provided updates during the calls in addition to staff from both sides. Sheridan stated that the Governor’s Office took steps to ensure IGA was doing things for the campaign at appropriate times.

When asked whether IGA staff felt that their participation in the campaign was mandatory or voluntary, Sheridan stated that he did not think IGA staff felt forced to volunteer.

When asked about the use of personal email, Sheridan said that personal and State emails had been used interchangeably in IGA since early in the Administration, particularly because Kelly was out of the office frequently due to personal commitments and was reachable mainly on her personal email.

4. **Appointments**

Sheridan explained that the Governor is authorized to make direct appointments for various positions that are approved by the Senate. As a team, IGA staff recommended various officials to the Appointments Office for the Governor to nominate to a direct appointment. Sheridan understood that some or all of the Governor’s direct appointments were filled by IGA’s recommended nominees.

III. **Sheridan’s Final Thoughts on IGA**

Sheridan stated that IGA engaged in “good government” work for three and a half years while Sheridan was a part of IGA, and in Sheridan’s opinion, IGA continues to do good work of which everyone is proud.
On January 31, 2014, Michele Siekerka was interviewed by Reed Brodsky and Rachel Brook of Gibson Dunn. Siekerka was not represented by counsel during the interview. All information contained herein was provided by Siekerka or as indicated. Siekerka has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Siekerka refrain from discussing the investigation and interview with others. Siekerka stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1986, Siekerka graduated from Rutgers University. In 1989, she obtained her juris doctor degree from Temple Law School. After graduating from law school, Siekerka clerked for two years (1989 and 1990). She then entered private practice where she worked in general litigation for nine years, including defense work, business and employment work, and matrimonial work. Next, Siekerka became the Vice President of Human Resources at AAA, and after a merger she moved to the General Counsel’s Office. She left AAA because the company moved to Delaware and became the President and CEO of the Mercer Regional Chamber of Commerce, working in this position for six and one-half years.

On or about January 10, 2010, Siekerka became the Assistant Commissioner for Economic Growth and Green Energy at the Department of Environmental Protection (“DEP”). In that position, Siekerka was balancing environmental protection, economic opportunity, and social equality (to reach sustainability). In or about February 2012,
Siekerka became the Assistant Commissioner of Water Resource Management, which was a more regulatory role (as opposed to her former policy-oriented role). Finally, in August 2013, Siekerka was asked to be the Acting Deputy Commissioner, which makes her second to Commissioner Bob Martin on substantive issues.

II. Superstorm Sandy Aid

A. Sandy Aid Meetings in April/May 2013

In or about April and May 2013, there were heightened levels of activity to figure out which Sandy aid projects would work. Every other week there were environmental infrastructure meetings run by the Governor’s Office of Rebuilding and Recovery (“GORR”) to write up important projects.

Siekerka communicated with Eric Daleo of GORR regarding Hoboken. She was in touch with Daleo for many other projects as well because GORR was the liaison for the environmental infrastructure team, and Daleo was her point of contact within GORR. On April 25, 2013, there was a Hoboken coordination meeting with GORR, the Federal Emergency Management Agency’s (“FEMA”) Joint Field Office (“JFO”), and the System for Administering Grants Electronically (“SAGE”). Around this time, Daleo reached out to Siekerka to provide her with an update on Hoboken. Daleo also contacted Siekerka for similar updates on other municipalities as well, including Kearny and Bay Head.

B. May 9, 2013 – Meeting with Mayor Zimmer

1. Planning and Set-Up of May 9, 2013 Meeting

Siekerka first heard about Mayor Zimmer when Commissioner Martin told her that he had met with the Mayor and asked DEP employees to follow-up with a number of things. Commissioner Martin asked Siekerka and others to find money for projects to increase future flood resiliency in Hoboken, and he asked that the Hoboken flood mitigation plans be assessed from an engineering standpoint. This was just one project of many like this for other municipalities.

Siekerka said that Commissioner Martin never told her that Sandy aid funding was contingent on political party, an endorsement of the Governor, or development projects.

Siekerka said that someone in the DEP coordinated with Mayor Zimmer to schedule a meeting to discuss the issues Commissioner Martin had communicated, but the meeting was rescheduled, ultimately taking place on May 9, 2013. People from the Rockefeller Group attended the meeting. Siekerka also remembered the following people from the DEP being present at the meeting: John Moyle and David Rosenblatt (engineers at DEP), Matthew Klewin, Linda Coles, Eugene Chebra, and Michele Putnam. Siekerka said that as she walked
into the meeting on May 9, she was not sure who the non-DEP players were or what their roles were going to be at the meeting or in the plans to be discussed.

To prepare for the meeting, Siekerka worked with her team to think about how to leverage different pots of federal money to assist Hoboken. The plan was that Mayor Zimmer and the Rockefeller Group were going to discuss flood mitigation plans, and the engineers were going to assess the plans while the finance people were present to consider funding options for the plans. Siekerka said she does not have a copy of any agenda for the May 9 meeting in her files, and did not remember an agenda. It was her habit to print any emailed agendas and bring them to the meeting if there was one.

2. Substance of May 9, 2013 Meeting

The meeting ultimately lasted approximately an hour, and the engineers did much of the talking. People introduced themselves, and then the engineer from Dresdner Robin provided a copy of the Rockefeller Group report and maps of Hoboken to others in the meeting. Dresdner Robin explained how they wanted to flood proof Hoboken. Siekerka’s impression was that the Rockefeller Group had paid Dresdner Robin to conduct the study for purposes of Hoboken. The Rockefeller Group was interested in development as well and said that it could not bring jobs into a city that constantly floods. But really the meeting was about incorporating floodwalls to increase resiliency for Hoboken, not the Rockefeller Group’s development. Siekerka did not even know details about the Rockefeller Group development project. Siekerka said that, if the meeting were about development, the DEP’s land use people would have been present, and they were not.

During this meeting, the group also brainstormed ways to get New Jersey Transit and the North Hudson Sewerage Authority (“NHSA”) involved in the flood proofing plans. Siekerka said that the state really wanted to see a comprehensive plan with private/public partnership. Mayor Zimmer was showing support for a comprehensive approach to flood prevention.

Siekerka took notes during the meeting that indicate that the group discussed the university studies due May 23, 2014 and shepherded by David Rosenblatt’s group. The notes reflect that the Rockefeller Group said it is a major land owner looking for solutions to flooding leveraging dollars and requested they work on this together. The notes also say that the group discussed how elevation is not an option, so Hoboken must look to flood walls instead, though the flood walls would have to be for an urban setting. According to Siekerka’s notes and memory, the group discussed the highest height of structures that would work in the Hoboken area. And the pricing of the floodwalls was discussed at $1 million per section, with 4,000 feet of wall needed, making the cost of the wall $15 million in total. Siekerka’s notes also indicate that pumps were discussed, and Siekerka remembered that Mayor Zimmer wanted three pumps, which would cost $58 million, and the Mayor asked the
DEP to get 404 Hazard Mitigation Grant Program ("HMGP") FEMA money for her to use for the pumps. Siekerka suggested an Environmental Infrastructure Trust ("EIT") low-interest loan for a portion of the pumps, but Mayor Zimmer was adamant that Hoboken could not afford a loan and insisted on having grant money for the pumps. Siekerka starred in her notes for follow-up the issue of the funding of the pumps, since they could not put up floodwalls without pumps. Her notes also said that they were going to have meetings with NHSA, FEMA, and others in the future, and with FEMA, they had to think about how to interconnect the projects to show a comprehensive plan for funding purposes, making the projects less expensive overall. Other follow-up items in Siekerka’s notes included speaking with New Jersey Transit, dealing with combined sewer overflow, and storm waters.

Siekerka said that nothing seemed unusual about having the parties in this meeting come together. Mayor Zimmer participated in the conversation. She was advocating strongly for Hoboken and appeared anxious because just prior to the meeting another flood had occurred in the city. But otherwise, nothing seemed out of the ordinary and Siekerka did not sense tension between the Rockefeller Group and the Mayor.

Siekerka also said that no one from the Christie administration tied the Rockefeller development to floodwall construction or Sandy aid. The focus of the meeting was a private/public partnership and collaboration that would result in each party building its own part of the flood wall.

3. **Follow-Up After May 9, 2013 Meeting**

The day after the May 9, 2013, meeting, Siekerka spoke by telephone with people from the NHSA to discuss the comprehensive floodwall project. She took notes. They said that the comprehensive project would need an authority on the state or local level to facilitate the work. They discussed if legislation would be required for the project and who would be the liaison, among other things.

Siekerka said the actions taken after the meeting were unrelated to development. The land use people did not get involved after the meeting, and Siekerka did not have any follow-up with the Rockefeller Group or their engineers. The focus after the May 9, 2013, meeting was brainstorming ways to fund a comprehensive flood mitigation project.

Siekerka said that in the various conversations and interactions with Mayor Zimmer and her staff, particularly Stephen Marks, the Rockefeller Group did not come up, with the exception of this May 9, 2013 meeting.
C. May 15, 2013 – Meeting with Hoboken and FEMA

On May 15, 2013, Marc Ferzan of GORR hosted a meeting regarding mitigation projects with FEMA, Hoboken, and Governor’s Office people leading up mitigation projects from GORR and the Office of Emergency Management (“OEM”).

At the May 15 meeting, there was discussion of the three pumps that Mayor Zimmer wanted. Hoboken already had one pump submitted to EIT pre-Sandy, so that pump was installed and functioning. The group discussed tying NHSA into the other pumps and using FEMA 406 funding, which can provide unlimited money for building protection for a facility. The key issue to consider was whether the pumps would protect the NHSA facility.

The following day, May 16, Siekerka went out to NHSA with FEMA people to discuss how to merge the pump and facility projects in Hoboken. Jack Malone from FEMA was present, but no one from Hoboken was present. Siekerka took notes during the meeting on May 16, and her notes said that the plan was to follow up with Hoboken after the meeting.

Ultimately, after much back-and-forth with FEMA in June 2013, FEMA indicated that the costs of this Hoboken project outweighed the benefits to the public that would result from the project, and public benefit is required for allocation of FEMA funds. Siekerka said she spoke with Malone to see if there was another Hoboken project (such as a school) that they could attach the mitigation program to that would fit within FEMA 406 regulations. They agreed that the Hoboken floodwalls project would be a good FEMA 404 project if there were more 404 funds.

On June 27, 2013, Siekerka emailed Mayor Zimmer and explained that FEMA would not fund the project since the project did not fit within FEMA regulations. Siekerka suggested in the email that they regroup to figure out other funding options. Mayor Zimmer never responded to Siekerka’s email and her office was non-responsive throughout the summer. Siekerka followed up with the Hoboken business administrator, Stephen Marks. She tried to call Marks and could not get through to him or his voicemail. So in the middle or end of July, Siekerka emailed Marks, copying Mayor Zimmer, and said that she was not able to reach them. Marks then told Siekerka that since there was a 1% chance of the project getting funding, they were going to have to find another way to fund the pumps. Siekerka did not know exactly why Mayor Zimmer and Marks had been nonresponsive for the summer.

Siekerka said that FEMA representatives experienced a similar non-responsiveness from Hoboken during this time period. Malone was the expert for FEMA on FEMA 406 funding, and he had previously worked with Siekerka on a different floodwall project for another municipality. Due to their success on this project, Malone worked extensively with Hoboken to try to work out the flood mitigation project there. Malone mentioned that Hoboken was being nonresponsive around this time.
D. September 2013 – Conversation Regarding Hoboken Land Use Activity

In September 2013, Siekerka spoke with people from the Port Authority about land use activity in Hoboken, because such activity required permits. None of the permits that Siekerka saw or discussed at this time were for the Rockefeller Group.

In September 2013, Daleo also asked Siekerka for an update on projects in Hoboken. Siekerka said that update requests for municipalities like this one were common. She told Daleo that Hoboken had one pump due to EIT, and Pat Shepard from the land use department said that Hoboken had five active permit applications at the time. The permits were for flood proofing and flood mitigation architecture plans, none of which were for the Rockefeller Group.

E. November 25, 2013 – Mayors Meeting

Siekerka was present at the November 25, 2013 mayors meeting. This was her last contact with Mayor Zimmer. At this time, Commissioner Martin directed Siekerka to expedite the EIT bridge loan program for Hoboken. The Commissioner would often ask for actions to be expedited if possible so that municipalities could obtain money and assistance as quickly as possible.

F. Rebuild by Design

Siekerka attended the Rebuild by Design meetings, but she is not well-versed in the details of the program.
To: File  
From: Gibson, Dunn & Crutcher LLP  
Re: Simon Interview Memorandum

On February 28, 2014, Peter Simon was interviewed by Avi Weitzman and Sarah Vacchiano of Gibson Dunn. Simon was not represented by counsel during the interview. All information contained herein was provided by Simon or as indicated. The information in brackets was obtained from publicly-available sources, not from the interview itself. Simon has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Simon refrain from discussing the investigation and interview with others. Simon stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Simon attended Seton Hall University School of Law. Simon spent seven years as an associate at the law firm of Wolff & Samson before joining the Governor’s Office in April 2013.

A. Role and Responsibilities

In April 2013, Simon joined the Governor’s Office as Assistant Counsel in the Authorities Unit. In this role, Simon has been part of a team of attorneys who provide policy guidance and oversight, and act as a voting or non-voting board member from time to time, for approximately fifty-five authorities and bi-state authorities.
B. Interactions with Bridget Kelly

Simon had minimal interaction with Bridget Kelly. Simon said that his office is on the third floor and he was not even aware of where Kelly’s office was located. Any interactions Simon had with Kelly would have been in the context of giving notice to local officials of actions one of his Authorities’ boards were planning to take.

C. Interactions with the Port Authority of New York & New Jersey

The Port Authority has been part of Simon’s portfolio of authorities during his tenure in the Authorities Unit, but he is not currently assigned to cover the Port Authority. When former Senior Counsel Nicole Crifo was on maternity leave during the summer of 2013, Simon was responsible for some authorities in Crifo’s portfolio, but not the Port Authority. Crifo left the Governor’s Office in January 2014. Following Crifo’s departure, Simon covered the Port Authority for a short time, but the Port Authority has now been assigned to another colleague in the Authorities Unit.

Simon had limited interaction with David Wildstein—primarily a couple of times within the normal course of Simon’s responsibility for the Waterfront Commission of New York, which is one of Simon’s authorities.

II. Chronology of the George Washington Bridge Events

A. September 9-13, 2013 – George Washington Bridge Lane Realignment

Simon had no knowledge of the George Washington Bridge lane realignment prior to the week of September 9, 2013, and did not recall having a conversation with anyone about the lane realignment prior to September 9. Simon recalled becoming aware of the lane realignment once it was reversed. He said that he generally follows the news closely, but did not recall which articles he read about the lane realignment.

Simon did not recall having any conversations with Kelly or Wildstein about the lane realignment. He said that he discussed the news stories about the lane realignment with Crifo.

Simon was never aware of any motive of political retaliation or a culture within any part of the Governor’s Office that encouraged retaliation for mayors who did not endorse the Governor.

III. Superstorm Sandy Aid Allegations

Simon said that he never heard anyone in the Governor’s Office suggest that Hurricane Sandy aid should be distributed on any criteria other than need.
On February 3, 2014, James S. Simpson was interviewed by Avi Weitzman and Sarah L. Kushner of Gibson Dunn. Simpson was not represented by counsel during the interview. All information contained herein was provided by Simpson or as indicated. Simpson has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Simpson refrain from discussing the investigation and interview with others. Simpson stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

Simpson described his professional background. He has been the Commissioner of the New Jersey Department of Transportation (“DOT”) for four years, since in or around January 2010, following Governor Christie’s inauguration. Simpson is also the Chairman of New Jersey Transit. Previously, Simpson was the Chairman of the Board of Directors for two different companies: (1) Victory Worldwide Transportation, a global logistics mobility company that he owned; and (2) Spartan Solutions, an engineering oversight company.

As DOT Commissioner, Simpson is responsible for the maintenance and construction of DOT’s highways and bridges, as well as DOT’s aviation, seaport, and maritime components. Simpson is the only transportation official in the Governor’s Cabinet.
II. Superstorm Sandy Aid Allegations

A. Sandy Aid – Generally

DOT is not involved in providing Sandy aid and does not have grantmaking capacity in connection with providing local aid for Sandy relief. According to Simpson, DOT has received federal aid from the Federal Highway Administration and possibly from FEMA to repair bridges and highways post-Superstorm Sandy. DOT is an indirect recipient of Sandy aid, as it is not directly involved in any grant programs.

Simpson attended several Sandy aid-related meetings with other cabinet members in the Administration and other participants. In those meetings, Simpson never heard anyone suggest or otherwise discuss that the provision of Sandy aid is in any way dependent on a local elected official’s party affiliation or partisan politics generally. Simpson never heard anyone suggest that the provision of Sandy aid is dependent on endorsing the Governor or upon a local elected official’s or municipality’s support of particular development projects.

B. November 25, 2013 – Stakeholder Meeting

Simpson did not believe he attended a November 25, 2013 stakeholder meeting at the State House regarding Sandy aid.

C. The Rockefeller Group

Simpson did not recall participating in Sandy-aid related meetings in which the Rockefeller Group or development projects in Hoboken were discussed. When asked what, if anything, he knew about the Rockefeller Group’s involvement in Hoboken, Simpson said that, in connection with a meeting about a potential new light rail train station in Hoboken, various potential development projects near the station were discussed and that the Rockefeller Group’s name may have come up in that context. Simpson did not believe that anyone from the Governor’s Office was present at this meeting and that the meeting was unrelated to Sandy aid.

D. Interactions with Hoboken Mayor Dawn Zimmer

Simpson recalled meeting Hoboken Mayor Dawn Zimmer in person about four times. First, prior to Superstorm Sandy, Simpson and Mayor Zimmer attended an official event in connection with the reopening of the Hoboken ferry station. Second, about two years ago, Simpson and Mayor Zimmer toured Hoboken’s train station during which they discussed redeveloping the station. Third, Simpson, Mayor Zimmer, and Vice President Joe Biden attended an official post-Sandy event in Hoboken in connection with the reopening of the Hoboken train station after the storm. Fourth, Simpson interacted with Mayor Zimmer and her husband, Stan Grossbard, at a Christmas party at Drumthwacket in 2012. At that event, Simpson said that Grossbard asked Simpson to place bike lanes in the Holland Tunnel, to which Simpson responded that DOT had no involvement with the Holland Tunnel. Simpson said that he recalled two telephone conversations with Mayor Zimmer to discuss streetscaping in Hoboken, and
another time when Simpson was in Hoboken and called Mayor Zimmer to ask her for a restaurant recommendation. Simpson added that he believes that he and Mayor Zimmer have a good relationship.

Simpson said that he did not recall any discussions with Mayor Zimmer about the redevelopment of Hoboken’s North End or about the Rockefeller Group.

III. Chronology of the George Washington Bridge Events

Simpson explained that he is not involved in the management and operation of roads in Fort Lee or the access lanes on the George Washington Bridge. Simpson explained that DOT is responsible for the approach on intrastate highways, and that the approach from Fort Lee onto the George Washington Bridge falls under the responsibility of the Port Authority, not DOT.

A. Interactions with the Port Authority

Simpson did not recall ever meeting David Wildstein. Simpson added that, early on in the Christie Administration, he attended several Port Authority meetings regarding funding for New Jersey-centric projects and said it was possible that Wildstein was at one of those meetings.

Simpson said that Bill Baroni and David Samson were his main contacts at the Port Authority. Simpson never had any discussions with either of them regarding the access lanes from Fort Lee, other than on or around January 8, 2014, when Simpson called Samson to confirm an unrelated meeting they had, and they referred to the newspaper reports around that time regarding the lane realignment.

B. September 9–13, 2013 – GWB Lane Realignment

When asked about an email exchange between him and Kelly on or around September 10, 2013, Simpson confirmed that these emails were unrelated to the lane realignment, but instead concerned the scheduling of DOT’s announcement of grants for the Rail Freight Assistance Program for fiscal year 2013. Simpson explained that IGA was involved in coordinating the press releases regarding these rail grants.

When asked about a September 11, 2013 email from Regina Egea to Nicole Crifo that said, “I spoke w Simpson this AM and he’s up to date. He will likely speak w Joyce/Jim today to fully understand,” Simpson explained that Joyce likely referred to Joyce Zuczek, the Secretary for the Board of Directors of New Jersey Transit, and that the other Jim referred to Jim Weinstein, the then-Executive Director of New Jersey Transit. Simpson confirmed that these communications were not about the lane realignment, but concerned an unrelated New Jersey Transit matter.
C. **Post-September 13, 2013**

Simpson did not recall hearing about the lane realignment until sometime after September 13, 2013, when he received an unrelated call from State Senator Loretta Weinberg about roadwork that was being done on the New Jersey turnpike. During that conversation, Senator Weinberg referenced the lane realignment. Simpson did not know what Weinberg was referring to at the time, but he subsequently understood what she was referring to when he saw newspaper articles about the lane realignment.

IV. **Jersey City Mayor Steven Fulop**

When asked about his interactions with Kelly, Simpson said that he did not frequently interact with Kelly. Simpson recalled speaking to Kelly in connection with a cancelled meeting between Simpson and Mayor Fulop. In particular, Simpson was scheduled to have a meeting with Mayor Fulop, but, at some point, Simpson learned from DOT Assistant Commissioner Anthony Attanasio that Kelly had cancelled the meeting. When he learned this, Simpson called Kelly, asked her to reschedule the meeting, and said that it was an important meeting regarding the upcoming temporary closing of the Pulaski Skyway. When Kelly did not get back to him about rescheduling the meeting, Simpson called Kelly again and repeated the same request. Kelly did not get back to Simpson the second time either about rescheduling the meeting. Simpson did not specifically recall the timing of these events.

At the time, Simpson’s discussions about rescheduling the meeting did not involve anyone in the Office more senior than Kelly and Christina Renna. When asked if Simpson spoke to anyone in the Administration about whether the cancellation was politically motivated, Simpson said he did not. Simpson added that he was not a political person and did not care about someone’s party affiliation; he was just concerned about carrying out his responsibilities and, in this case, meeting with Mayor Fulop to address the Pulaski Skyway matter. Simpson explained that the Pulaski Skyway will be closed for two years, and that this temporary closing impacts Jersey City. As such, it required coordination between Jersey City and DOT, which was what Simpson needed to discuss with Mayor Fulop.

Because of Kelly’s non-responsiveness, in or around December 2013, Simpson called the Chief Counsel of the Governor’s Office, Charlie McKenna, and explained that he (Simpson) needed a meeting with Mayor Fulop. Shortly thereafter, McKenna followed up with Simpson and said that Simpson could reach out to Mayor Fulop and schedule a meeting with him, which Simpson did. In or around January 2014, Simpson met with Mayor Fulop about the Pulaski Skyway. Simpson thought that the meeting went well. Simpson added that, two days after this meeting, Mayor Fulop went public with his allegations of political retaliation by the Governor’s Office.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher
Re: Sundstrom Interview Memorandum

On March 5, 2014, Kerstin Sundstrom was interviewed by Avi Weitzman and Alyssa Kuhn of Gibson Dunn. Sundstrom was not represented by counsel during the interview. All information contained herein was provided by Sundstrom or as indicated. Sundstrom has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Sundstrom refrain from discussing the investigation and interview with others. Sundstrom stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

[In 1994, Sundstrom graduated from the College of Saint Elizabeth. Sundstrom received her MBA from Seton Hall University in 2002 and her J.D. from Seton Hall University in 2007.]

In 2012, Sundstrom joined the Office of the Governor as Assistant Counsel in the Authorities Unit. Prior to joining the Office of the Governor, Sundstrom was an associate in the litigation department at Lowenstein Sandler.
A. Role and Responsibilities

As Assistant Counsel in the Authorities Unit, Sundstrom oversees a number of State Authorities. Sundstrom is responsible for reviewing the authorities on her docket’s board meeting agendas and preparing internal weekly reports the week before board meetings, summarizing the proposed action items on each board meeting’s agenda. Sundstrom also attends board and committee meetings for each authority on her docket. Sundstrom explained that if the Governor has veto power over an authority, Sundstrom provides the Chief Counsel in the Office of the Governor a memorandum following that authority’s board meeting recommending whether the Governor should take action, and, if so, what action, on any items considered during the meeting.

Sundstrom explained that from June 2013 until September 2013, Nicole Crifo, Senior Counsel in the Authorities Unit, was out of the office on maternity leave. In the interim, Sundstrom, Peter Simon, and Amy Herbold took over Crifo’s docket. Sundstrom assumed Crifo’s Port Authority responsibilities.

B. Interactions with the Port Authority

Sundstrom explained that Bill Baroni, former Deputy Executive Director of the Port Authority, David Wildstein, former Director of Interstate Capital Projects at the Port Authority, and to a lesser extent, Phil Kwon, Deputy General Counsel of the Port Authority, were her primary contacts at the Port Authority. Sundstrom recalled that she mainly communicated with Wildstein, rarely with Baroni, and that she only spoke directly with Kwon if she was contacting the Port Authority regarding a specific legal issue. Sundstrom said that she primarily communicated with Wildstein, Baroni, and Kwon by phone.

Sundstrom recalled that sometime in or around July 1, 2013, the Port Authority assumed management over the Atlantic City International Airport. Sundstrom explained that she would have been involved in issues relating to the Atlantic City International Airport regardless of whether she was handling the Port Authority’s docket for Crifo because the airport was one of Sundstrom’s assigned authorities. Sundstrom recalled that she attended a June 2013 Port Authority board meeting with Crifo to make introductions and a July 2013 Port Authority board meeting, but Sundstrom did not recall the Port Authority holding a board meeting in August 2013.

II. Chronology of the George Washington Bridge Events

Sundstrom did not recall when she learned about the George Washington Bridge (“GWB”) lane realignment. Sundstrom did not recall learning about the GWB lane realignment or a traffic study in Fort Lee during the time she oversaw the Port Authority docket for Crifo.
Sundstrom did not recall hearing about the GWB lane realignment during the week of September 9, 2013. Sundstrom explained that she was likely busy catching up on work that week and preparing to transition Crifo’s docket back to her; Sundstrom typically goes on vacation the last week of August through Labor Day and Crifo returned from maternity leave on or about September 9, 2013.

Sundstrom did not specifically recall discussing the GWB lane realignment with Crifo, though assumed that they discussed the allegations when it was a headline story. Sundstrom never got the impression that Crifo had any underlying knowledge of the GWB lane realignment. Sundstrom stated that she never interacted with Bridget Kelly; Sundstrom typically contacted Kieran Tintle or Christina Renna of IGA if she had a question related to IGA. Sundstrom stated that she never discussed the GWB lane realignment with Renna.

Sundstrom stated that she had no personal knowledge of the GWB lane realignment other than what she has reviewed in the press. Sundstrom has had no conversations in the Office of the Governor that suggest that anyone in the Office of the Governor was involved in the GWB lane realignment or had advance knowledge of the GWB lane realignment.
Memorandum

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Szymelewicz Interview Memorandum

On February 19, 2014, Anthony Szymelewicz was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Szymelewicz was not represented by counsel during the interview. All information contained herein was provided by Szymelewicz or as indicated. Szymelewicz has not read or reviewed this memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Szymelewicz refrain from discussing the investigation and interview with others. Szymelewicz stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Professional Background

In 1997, Szymelewicz graduated from Temple University with degrees in Business and Mathematics. After graduation, Szymelewicz worked in the private sector. In 2004, Szymelewicz joined the New Jersey Commerce Commission. The New Jersey Commerce Commission later merged with the Economic Development Authority (‘EDA’), and then, in 2010, with the Department of State.

Szymelewicz joined the Business Action Center (‘BAC’) in 2010 in the International Division. His current position is Business Advocate. Szymelewicz reports to Lauren Moore, acting Executive Director of BAC.
II.  May 13, 2013 – Hoboken ShopRite Event

Szymelewicz stated that he was not involved in planning the May 13, 2013 Hoboken ShopRite event and did not help prepare the briefing for the event. Szymelewicz learned on or about May 9, 2013 or May 10, 2013, that he would attend the ShopRite event with the Lieutenant Governor to answer any business-related questions that might come up during the event.

Szymelewicz recalled that the Lieutenant Governor and Mayor Zimmer appeared friendly during the ShopRite event and that they greeted each other with a hug. Szymelewicz left the ShopRite event when the tour ended to attend another event and he did not witness the Lieutenant Governor and Mayor Zimmer’s conversation following the ShopRite event.

Szymelewicz has not discussed the Hoboken ShopRite event or the Lieutenant Governor and Mayor Zimmer’s conversation following the event. Szymelewicz first learned of Mayor Zimmer’s allegations in an email he received regarding the January 18, 2014, MSNBC “Up with Steve Kornacki” interview. Szymelewicz has not had any interaction with Mayor Zimmer since the May 13, 2013 Hoboken ShopRite event.

Szymelewicz stated that he has never heard the Lieutenant Governor say that Sandy aid is tied to development projects, political affiliation, or endorsing Governor Christie.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Tintle Interview Memorandum

On February 12, 2014, Kieran Tintle was interviewed by Alexander H. Southwell, Debra Wong Yang, and Sarah L. Kushner of Gibson Dunn. Tintle was not represented by counsel during the interview. All information contained herein was provided by Tintle or as indicated. Tintle has not read or reviewed the memorandum and has not adopted or approved its contents. Yang began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Tintle refrain from discussing the investigation and interview with others. Tintle stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

A. Role and Responsibilities

In or around October 2010, after graduating from Charleston College, Tintle said that he began working for the Governor’s Office. Tintle joined the Governor’s Office as an Aide in the Appointments Unit; about a year later, he joined the Legislative and Intergovernmental Affairs (“IGA”) unit, when Stepien was Deputy Chief of Staff.

Tintle described his different roles within IGA. First, he was a legislative liaison, reporting to Christina Renna and Rebecca Schwarz; at the time, then-Director of IGA, Bridget Kelly, oversaw the Legislative Departmental Relations group. Then, in or around May 2013, Tintle assumed his current position as Director of the Legislative and Departmental Relations group within IGA, and reported directly to Kelly.

B. Interaction with Employees in IGA

With regard to his work-related interactions with Kelly, Tintle said that he frequently interacted with Kelly in person and over email. Tintle said that he thought that Kelly was
friendly. As for interactions outside of work, Tintle and Kelly met before a few races that they both ran. Other than that, Tintle did not interact with IGA staff members outside of the office.

Tintle said that he had heard rumors about a romantic relationship between Kelly and Stepien but did not have any reason to believe them.

C. **Interactions with the Port Authority**

Tintle said that he did not interact with anyone at the Port Authority. Tintle did not know what Wildstein looked like before Tintle saw Wildstein’s picture in newspaper articles about the September 2013 lane realignment at the George Washington Bridge.

D. **Interactions with the Governor’s Reelection Campaign**

Tintle said that he volunteered for the Governor’s 2013 reelection campaign on his personal time and did not use State resources in connection with campaign-related activities. Tintle said he understood that his campaign-related activities were voluntary and should not occur on State time or use State resources, although he did not recall how he learned this. Tintle did not recall being instructed on the use of his personal email account as opposed to his work email account, but understood that he should not use the latter for campaign-related activities.

II. **Chronology of the George Washington Bridge Events**

A. **Spring 2013**

Tintle said that, in or around the spring of 2013, he was not aware of efforts to obtain Mayor Sokolich’s endorsement and was not otherwise involved in endorsement efforts.

B. **September 9–13, 2013**

Tintle said that he did not have any knowledge of, or involvement in, the lane realignment beforehand or during.

C. **January 8, 2014**

On or around January 8, 2014, Tintle texted Kelly and told her that he was thinking of her. Tintle said that he has not spoken to Kelly since then. Tintle did not recall discussing the lane realignment with Kelly.
III. Jersey City Mayor Steven Fulop

In the summer of 2013, Tintle said that Kelly instructed him to set up a “Mayor’s Day” for Jersey City Mayor Steven Fulop, which consisted of meetings between Fulop and certain departments in the Administration. Tintle said that he was tasked with scheduling these meetings with the departments based on their availability. Kelly did not tell Tintle the purpose of these meetings; Tintle was just responsible for checking with departments about their availability. Tintle said did not interact with Mayor Fulop in connection with these meetings.

Tintle learned about the cancellation of Mayor’s Day for Mayor Fulop after the fact, and was not involved in the cancellations. Tintle said that he did not recall how he learned about the cancellation and did not recall discussing why it was cancelled with anyone.

On or around January 6, 2014, Tintle said that he texted Kelly about the Fulop meetings. Specifically, Tintle believed that Kelly texted Tintle and Renna around this time, asking them if they recalled when the “Mayor’s Day” Fulop meetings were supposed to occur before they were cancelled. Tintle added that Kelly also asked him if IGA had done anything else for Jersey City.

IV. Document Retention Notices

Tintle received the document retention notices and is in compliance with them.
On January 29, 2014 Jennifer Velez was interviewed by Avi Weitzman and Christian Hudson of Gibson Dunn. Velez was not represented by counsel during the interview. All information contained herein was provided by Velez or as indicated. Velez has not read or reviewed the memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Velez refrain from discussing the investigation and interview with others. Velez stated that she agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In February 2007, Velez became Acting Commissioner of the New Jersey Department of Human Services (“DHS”). In June 2007, she was nominated and confirmed under the administration of Jon Corzine. In January 2010, she was then re-nominated by Governor Christie.

II. Superstorm Sandy Aid

A. Interactions with Hoboken Mayor Dawn Zimmer

Velez stated that her only interaction with Hoboken Mayor Dawn Zimmer likely occurred immediately after Hurricane Sandy, when she made visits to several communities, including Hoboken. Commissioner Velez was with Governor Christie at an event in
Hoboken at this time with a Salvation Army truck handing out meals or coffee. Mayor Zimmer was at the event, but Velez does not recall ever meeting her in person.

Velez did not attend the November 25, 2013 “Mayor’s Meeting” which Mayor Zimmer attended.

B. Post-Sandy Relief

In response to Weitzman’s questions, Commissioner Velez confirmed that she “never” heard or observed Marc Ferzan, Richard Constable, or any other members of the Christie Administration, condition Hurricane Sandy relief funds on a partisan basis, or linked to the types of development referenced by Zimmer, or in any way conditioned on a mayor’s endorsement of Governor Christie.

Velez stated that Hoboken did not receive DSSBG funds [Disaster Social Services Block Grants], but that is because such funding does not go to municipalities. The DHS’s largest program is the Sandy Rental and Housing Assistance Program, which funds Velez believes some Hoboken residents received.

The only other outreach Velez recalls with Hudson County occurred after the storm when she and other DHS officials went to each of the nine most-heavily-impacted counties and asked to meet with Human Services officials to determine county needs. At the Hudson County meeting Mayor Zimmer was not present.

Finally, when asked if there had been any effort to punish Hoboken, or if she had been provided instructions to punish Hoboken for Mayor Zimmer’s refusal or lack of support for a development project, Velez responded “unequivocally no,” and that she had never heard of any such aid being tied to development.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Viavattine Interview Memorandum

On February 19, 2014, Sam Viavattine was interviewed by Reed Brodsky and Alyssa Kuhn of Gibson Dunn. Viavattine was not represented by counsel during the interview. All information contained herein was provided by Viavattine or as indicated. Viavattine has not read or reviewed this memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard *Upjohn* warnings per Gibson Dunn protocol, and requesting that Viavattine refrain from discussing the investigation and interview with others. Viavattine stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 2009, Viavattine graduated from the University of Albany. In December 2013, Viavattine received his Master’s Degree in Public Administration from Rutgers University. Viavattine worked in the Lieutenant Governor’s Office while taking classes towards his Master’s Degree.

II. Role in the Office of the Governor

Viavattine currently serves as the Lieutenant Governor’s scheduler. Viavattine has not had any interaction with Mayor Zimmer in his role as the Lieutenant Governor’s scheduler. Viavattine was not involved in the May 13, 2013 Hoboken ShopRite event aside from placing the event on the Lieutenant Governor’s schedule. Viavattine did not speak with the Lieutenant Governor about the ShopRite event and has not spoken with anyone about Mayor Zimmer or Mayor Zimmer’s allegations against the Lieutenant Governor.
Memorandum

PRIVILEGED AND CONFIDENTIAL
ATTORNEY OPINION WORK PRODUCT

To: File
From: Gibson, Dunn & Crutcher LLP
Re: Welcher Interview Memorandum

On January 28, 2014, Arif Welcher was interviewed by Reed Brodsky, Rachel Brook, and Christian Hudson of Gibson Dunn. Welcher was not represented by counsel during the interview. All information contained herein was provided by Welcher or as indicated. Welcher has not read or reviewed the memorandum and has not adopted or approved its contents. Brodsky began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Welcher refrain from discussing the investigation and interview with others. Welcher stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 2000, Welcher graduated from the University of North Carolina with a degree in economics. After graduation, he moved to New Jersey and began working as a sales manager for a company called CQI. Welcher then worked in sales positions at different companies.

In 2011, Welcher met Commissioner Richard Constable through his best friend’s brother, and Commissioner Constable asked him to be his confidential aide. As Commissioner Constable’s aide, Welcher attended all of the Commissioner’s meetings, worked with the Commissioner on internal department issues, worked with staff members on personnel issues, and worked on events, speeches and the Commissioner’s calendar. A number of these tasks were above and beyond Welcher’s job description, so Commissioner Constable promoted Welcher in October 2012, right before Hurricane Sandy hit, to Deputy
Chief of Staff for the Department of Community Affairs (“DCA”) to align Welcher’s title to the work he was performing.

Welcher is an Independent.

II. Superstorm Sandy Aid

Welcher said he never heard Commissioner Constable tie Sandy aid funding to political parties, endorsements, or anything unrelated to Sandy funding needs.

A. May 16, 2013 – Town Hall Meeting

Welcher accompanied Commissioner Constable to the May 16, 2013, Town Hall meeting. He does not recall ever meeting Mayor Zimmer prior to this date. Welcher is aware that the Commissioner and Mayor Zimmer have had other meetings, but he was not present at any of them prior to May 16, 2013.

Welcher said that upon arriving at the Town Hall, he went to the green room with Commissioner Constable. Welcher did not see Mayor Zimmer in the green room. Commissioner Constable then went to the stage where he greeted everyone there. During the Town Hall meeting itself, audience members asked questions, and after the official meeting was over, Commissioner Constable made brief remarks with others on the panel. Three people or so approached Constable after the meeting to discuss Sandy.

Welcher noted that the Sandy state action plan was approved on April 29, 2013, so by the time of the May 16, 2013 Town Hall meeting, there was no flexibility on aid.

B. June 27, 2013 – Meeting for Mayor Outreach

Welcher said that around this time, there was a media blitz because the state wanted to make sure that the word was getting out to residents about housing programs since individuals had to apply for these programs themselves. As part of these media efforts, Commissioner Constable, Welcher, and Richard Rebisz from Intergovernmental Affairs (“IGA”) met with Mayor Zimmer at her office to make sure she was publicizing the housing programs to her residents. Similar efforts were made with other mayors.

This meeting with Mayor Zimmer lasted approximately one hour. Mayor Zimmer was told about hotlines that her residents could call to apply over the telephone if they were not internet savvy. Commissioner Constable wanted to make sure that Mayor Zimmer had the most up-to-date telephone numbers and other information for the programs.

The meeting was just about Sandy aid, including discussion about the resettlement program, the RREM program, and the elevation of utilities. Redevelopment projects were
not mentioned during this meeting. Welcher said that Mayor Zimmer was particularly interested in raising utilities to help with future flooding and to preserve infrastructure in the town, since a similar program existed in Louisiana for personal homes. The utilities program in Louisiana was a Federal Emergency Management Agency ("FEMA") program though, not a Department of Housing and Urban Development ("HUD")/Community Development Block Grant ("CDBG") program, and Commissioner Constable explained that to Mayor Zimmer and offered to connect her with the appropriate people for such a program. Mayor Zimmer agreed. Welcher did not remember if Mayor Zimmer brought up pumps or flood walls.

Welcher said that the focus with Sandy aid has always been on all the residents impacted by Sandy, not just one town. This was a point that Commissioner Constable generally discussed with mayors. Commissioner Constable emphasized that the funds are for everyone, and the DCA must consider the whole state, not just one area. The Hudson region was an area that the DCA focused on for funds as well.

Welcher is not familiar with the Rebuild by Design program.

III. George Washington Bridge Lane Realignment

Welcher said that he has no knowledge regarding the George Washington Bridge lane realignment.
On March 11, 2014, and March 27, 2014, David Zimmer was interviewed by Avi Weitzman and Alyssa Kuhn of Gibson Dunn. Zimmer was not represented by counsel during the interview. All information contained herein was provided by Zimmer or as indicated. Zimmer has not read or reviewed this memorandum and has not adopted or approved its contents. Weitzman began the interview by administering the standard Upjohn warnings per Gibson Dunn protocol, and requesting that Zimmer refrain from discussing the investigation and interview with others. Zimmer stated that he agreed, understood, and did not have any questions.

This memorandum does not contain a verbatim transcript of what was said at the meeting; rather, it is a summary of the discussion that reflects counsel’s mental thoughts and impressions and is therefore protected from disclosure by the attorney work product doctrine.

I. Background

In 1983, Zimmer graduated from the University of Dayton with a degree in Civil Engineering. In 1984, Zimmer received his MBA from Notre Dame University. Thereafter, Zimmer spent twenty-two years in the private sector in positions at investment banks and commercial banks, working mainly in structured finance. In 2010, Zimmer was approached by Robert Martin, Commissioner of the New Jersey Department of Environmental Protection (“DEP”) and a friend of Zimmer’s, about overseeing the New Jersey Environmental Infrastructure Trust (“EIT”). In late 2010, Zimmer joined the EIT as Executive Director.

II. Role of the New Jersey EIT

Zimmer explained that the EIT issues and services low-interest loans for local government entities and private water purveyors. Every year, the federal government allocates somewhere between $80 and $100 million to New Jersey for the State Revolving Fund (“SRF”), a loan program for water quality infrastructure projects. The SRF is a state-run program with U.S. Environmental Protection Agency (“EPA”) oversight. The federal
government provides 80% of the funding for the SRF and New Jersey funds the remaining 20%.

Zimmer explained that the SRF loan program and its application and selection process are transparent. Each year, the DEP publicizes New Jersey’s priorities and criteria for disbursing SRF loans. Local entities then submit a letter of intent, application, and certain documents for review. The DEP reviews each project’s documentation to ensure that the project complies with the DEP and federal regulations. Once an entity has submitted all required documentation, the DEP certifies the project, and then following EIT review, the project is included in that respective year’s SRF legislation. When the New Jersey legislature approves the SRF legislation, the EIT packages and disburses the low-interest loans (0% interest on DEP’s majority portion of the loan, and EIT’s low-interest borrowing rate on the remaining portion of the loan as a result of EIT’s advantageous credit rating). Zimmer explained that borrowing entities save approximately one-third of their loan value when borrowing from the EIT versus a private lender. Zimmer said that once a project has been certified by the DEP, the EIT can provide interim loans to help fund projects ahead of SRF funding.

III. Superstorm Sandy Aid

Zimmer explained that he has interacted with Mayor Zimmer’s office regarding a grant program funded by the Rockefeller Foundation (unrelated to the Rockefeller Group) and funding for pump stations in Hoboken. Zimmer stated that his primary contact in Mayor Zimmer’s office is Stephen Marks, Hoboken’s Business Administrator, and that he believes he has only spoken directly with Mayor Zimmer once, during a conversation with Marks when Marks was in the car with Mayor Zimmer.

Zimmer said that communicating with Hoboken has been difficult because Hoboken is often unresponsive. Zimmer said that the EIT and the DEP would gather information for Hoboken, send emails and call Hoboken, and Hoboken would often never respond. For example, Zimmer explained that after Superstorm Sandy, the federal government allocated an additional $600 million to New Jersey and New York’s SRFs for water infrastructure resiliency projects. New Jersey had to submit appropriation plans to determine New Jersey’s portion of the approximately $600 million fixed pot. Zimmer said that it was especially difficult obtaining information from Hoboken and this made Zimmer doubt whether Hoboken was truly invested in obtaining funding for its flood mitigation projects.

A. Rockefeller Foundation Grant

In or around early 2013, Zimmer recalled that he read that the Rockefeller Foundation was funding a grant program to develop strategic plans for infrastructure asset management in select cities across the country. The Rockefeller Group was providing $3 million in seed
money to pay for professional services in engineering, legal work, and financial advisory work to develop integrated plans to solve flooding problems in each selected city. Zimmer recalled that he contacted the firm that the Rockefeller Foundation hired to manage the grant program to see how he could get New Jersey involved. The firm running the grant program asked Zimmer to connect the Rockefeller Foundation to urban communities in New Jersey. Zimmer recalled that he reached out to Hoboken, Newark, Perth Amboy, and Camden, New Jersey. Zimmer said that he assisted Hoboken with its application and that Hoboken was ultimately selected as one of the eight cities to receive part of the $3 million grant.

B. Hoboken’s SRF Loan Applications

Zimmer also interacted with Hoboken regarding Hoboken’s SRF loan applications for a wet weather water pump. Zimmer did not recall Hoboken applying to or borrowing from the SRF program prior to 2013, though recalled that the North Hudson Sewerage Authority (“NHSA”) was a frequent borrower.

Zimmer recalled that after Superstorm Sandy, the Governor and the DEP were focused on rebuilding Hoboken, among other hard-hit municipalities. When the DEP started engaging in discussions with Hoboken regarding its flood mitigation plan in the spring of 2013, it brought Zimmer and the EIT into the conversation to discuss funding. Zimmer communicated with Michele Siekerka, Assistant Commissioner for Water Resource Management at the DEP, regarding Hoboken’s flood mitigation plan and loan applications. Zimmer recalled that Mayor Zimmer and Hoboken got several entities involved—including the DEP, the EIT, the NJ Department of Transportation, and the Office of the Governor—in discussions regarding its flood mitigation plan.

Zimmer explained that Hoboken submitted a loan request for a wet weather pump station in or around May 2013, but that its request was not included in the SRF FY 2014 legislation because the deadline had already passed to be included in that year’s financing. Zimmer said that Hoboken currently has an application pending for SRF FY 2015 legislation for a wet weather pump station estimated to cost over $11 million, which it submitted on or about March 4, 2014, along with engineering specs. Zimmer said that Hoboken has submitted all required documents. Zimmer explained that the DEP will rank Hoboken’s project, and, following review by the DEP and the EIT, Hoboken’s project will be certified and included in the FY 2015 legislation, which will be before the New Jersey legislature in or around the end of June 2014.

Zimmer recalled that in or around November or December 2013, Commissioner Martin asked the EIT to expedite Hoboken’s loan requests at a senior staff meeting. Zimmer explained during the interview that the EIT and the DEP have very clearly defined statutory authority: the EIT cannot provide an entity any funding unless their project has been
certified by the DEP. Thus, Zimmer told Commissioner Martin that as soon as Hoboken’s project was certified, he would make sure their project was included in that respective year’s SRF legislation and that the EIT would help facilitate interim loans for Hoboken’s pump stations.

IV. Superstorm Sandy Aid Allegations

Zimmer stated that he has never heard and has never suggested or instructed anyone that Sandy relief aid is tied to political affiliation or political endorsements. Zimmer stated that he has never heard and has never suggested or instructed anyone to withhold Sandy relief aid because a municipality was not moving forward with a development project. Zimmer stated that following Mayor Zimmer’s allegations, no one ever communicated that Hoboken would not or should not receive Sandy relief funding, and Zimmer noted that given the regulations and oversight over the EIT, no one could influence Hoboken’s loan requests. Zimmer stated that the EIT will treat Hoboken and its loan requests the same way it treats all requests.